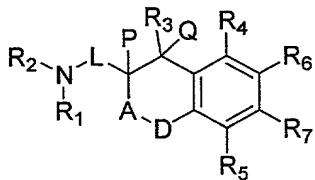


What is claimed is:

1. A compound of formula (I)



(I),

5 or a pharmaceutically acceptable salt, ester, amide, or prodrug thereof, wherein  
A is selected from the group consisting of carbonyl and a covalent bond;  
D is selected from the group consisting of O and S;  
L is selected from the group consisting of lower alkylene, fluoroalkylene, and  
hydroxyalkylene;

10 P and Q taken together form a covalent bond or are both hydrogen;  
R<sub>1</sub> and R<sub>2</sub> are each independently selected from the group consisting of hydrogen,  
alkyl, aryl, arylalkyl, cycloalkyl, cycloalkylalkyl, heterocycle, heterocyclealkyl,  
hydroxyalkyl, alkenyl, and alkynyl; or

15 R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together  
form a heterocycle;

20 R<sub>3</sub> is selected from the group consisting of hydrogen, alkoxy, alkoxycarbonyl, alkyl,  
alkylcarbonyl, alkylcarbonyloxy, alkylsulfinyl, alkylsulfonyl, alkylthio, aryl, carboxy,  
carboxyalkyl, cyano, cyanoalkyl, formyl, halogen, haloalkoxy, haloalkyl, heterocycle,  
hydroxy, hydroxyalkyl, mercapto, nitro, -NR<sub>A</sub>R<sub>B</sub>, (NR<sub>A</sub>R<sub>B</sub>)alkyl, (NR<sub>A</sub>R<sub>B</sub>)carbonyl, and  
(NR<sub>A</sub>R<sub>B</sub>)sulfonyl;

25 R<sub>4</sub>, R<sub>5</sub>, R<sub>6</sub> and R<sub>7</sub> are each independently selected from the group consisting of  
hydrogen, alkoxy, alkoxycarbonyl, alkyl, alkylcarbonyl, alkylcarbonyloxy, alkylsulfinyl,  
alkylsulfonyl, alkylthio, aryl, carboxy, carboxyalkyl, cyano, cyanoalkyl, cycloalkyl, formyl,  
halogen, haloalkoxy, haloalkyl, heterocycle, hydroxy, hydroxyalkyl, mercapto, nitro, -  
NR<sub>A</sub>R<sub>B</sub>, (NR<sub>A</sub>R<sub>B</sub>)alkyl, (NR<sub>A</sub>R<sub>B</sub>)carbonyl, (NR<sub>A</sub>R<sub>B</sub>)sulfonyl, -L<sub>2</sub>R<sub>20</sub>, and -R<sub>20</sub>L<sub>3</sub>R<sub>22</sub>;

25 L<sub>2</sub> is selected from the group consisting of alkylene, alkenylene, O, S, S(O), S(O)<sub>2</sub>,  
C(=O), C=(NOR<sub>21</sub>), and N(R<sub>A</sub>);

30 L<sub>3</sub> is selected from the group consisting of a covalent bond, alkylene, alkenylene, O,  
S, C(=O), N(=OR<sub>21</sub>), and N(R<sub>A</sub>);

R<sub>20</sub> is selected from the group consisting of aryl, heterocycle, and cycloalkyl;  
R<sub>21</sub> is selected from the group consisting of hydrogen and alkyl;  
R<sub>22</sub> is selected from the group consisting of aryl, heterocycle, and cycloalkyl;  
R<sub>A</sub> and R<sub>B</sub> are each independently selected from the group consisting of hydrogen,  
5 alkyl, alkylcarbonyl and formyl;

provided that at least one of R<sub>4</sub>, R<sub>5</sub>, R<sub>6</sub>, or R<sub>7</sub> is aryl, heterocycle, cycloalkyl, -L<sub>2</sub>R<sub>20</sub>  
or -R<sub>20</sub>L<sub>3</sub>R<sub>22</sub>.

2. A compound according to claim 1 wherein

10 A is a covalent bond;

D is O;

L is -CH<sub>2</sub>CH<sub>2</sub>-;

P and Q taken together form a covalent bond;

15 R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together  
form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl,  
morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl,  
2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-  
dioxidothiomorpholinyl;

20 R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub> and R<sub>7</sub> are hydrogen;

R<sub>6</sub> is L<sub>2</sub>R<sub>20</sub>;

L<sub>2</sub> is C(=O); and

R<sub>20</sub> is aryl.

3. A compound according to claim 1 wherein

25 A is a covalent bond;

D is O;

L is -CH<sub>2</sub>CH<sub>2</sub>-;

P and Q taken together form a covalent bond;

30 R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together  
form a heterocycle selected from the group consisting of 1-azepanyl, (3S)-3-  
(dimethylamino)pyrrolidinyl, (3R)-3-(dimethylamino)pyrrolidinyl, 1H-imidazol-1-yl, (3R)-3-  
hydroxy-1-pyrrolidinyl, (3S)-3-hydroxy-1-pyrrolidinyl, (2S)-2-(hydroxymethyl)pyrrolidinyl,

(2R)-2-(hydroxymethyl)pyrrolidinyl, (cis)-2,6-dimethylpiperidinyl, 4-methyl-1-piperidinyl, 2-methyl-1-piperidinyl, 1-piperidinyl, (2R,5R)-2,5-dimethylpyrrolidinyl, (cis)-2,5-dimethylpyrrolidinyl, 1-pyrrolidinyl, 2-methyl-1-pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, (2S)-2-methyl-1-pyrrolidinyl, (2R)-2-methyl-5-oxo-1-pyrrolidinyl, (2S)-2-methyl-5-oxo-1-pyrrolidinyl, 3,6-dihydro-1(2H)-pyridinyl, (2S)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2R)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2S)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-ethyl-1-pyrrolidinyl, 2,2-dimethyl-1-pyrrolidinyl, (2S)-2-ethyl-1-pyrrolidinyl 4-morpholiny, 2-oxa-5-azabicyclo[2.2.1]hept-5-yl, and 1,4-dioxa-8-azaspiro[4.5]dec-8-yl;

10 R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub> and R<sub>7</sub> are hydrogen;

R<sub>6</sub> is L<sub>2</sub>R<sub>20</sub>;

L<sub>2</sub> is C(=O); and

R<sub>20</sub> is aryl.

15 4. A compound according to claim 1 wherein

A is a covalent bond;

D is O;

L is -CH<sub>2</sub>CH<sub>2</sub>-;

P and Q taken together form a covalent bond;

20 R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle (2R)-2-methyl-1-pyrrolidinyl;

R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub> and R<sub>7</sub> are hydrogen;

R<sub>6</sub> is L<sub>2</sub>R<sub>20</sub>;

L<sub>2</sub> is C(=O); and

25 R<sub>20</sub> is phenyl substituted with 0, 1, 2 or 3 substitutents selected from the group consisting of hydrogen, alkoxy, alkyl, alkoxycarbonyl, alkylcarbonyl, alkylthio, carboxy, cyano, formyl, haloalkoxy, haloalkyl, halogen, hydroxyalkyl, oximyl, (NR<sub>A</sub>R<sub>B</sub>)carbonyl, and-NR<sub>A</sub>R<sub>B</sub>.

30 5. A compound according to claim 4 selected from the group consisting of

(4-fluorophenyl)(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)methanone;

(3-fluorophenyl)(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)methanone;

(2-fluorophenyl)(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)methanone;

5 (3-chlorophenyl)(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)methanone;

(4-chlorophenyl)(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)methanone;

(4-methoxyphenyl)(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)methanone;

10

(4-fluoro-3-methylphenyl)(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)methanone;

(4-chloro-3-methylphenyl)(2-{2-[2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)methanone;

(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)[4-(methylthio)phenyl]methanone;

[4-(dimethylamino)phenyl](2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)methanone;

20

(4-methylphenyl)(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)methanone;

(3,5-difluorophenyl)(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)methanone;

25

(3-methoxyphenyl)(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)methanone; and

(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)(phenyl)methanone.

6. A compound according to claim 1 wherein

30

A is a covalent bond;

D is O;

L is  $-\text{CH}_2\text{CH}_2-$ ;

P and Q taken together form a covalent bond;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl, morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, 5 2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-dioxidothiomorpholinyl;

R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub> and R<sub>7</sub> are hydrogen;

R<sub>6</sub> is L<sub>2</sub>R<sub>20</sub>;

L<sub>2</sub> is C(=O); and

10 R<sub>20</sub> is cycloalkyl.

7. A compound according to claim 1 wherein

A is a covalent bond;

D is O;

15 L is -CH<sub>2</sub>CH<sub>2</sub>-;

P and Q taken together form a covalent bond;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of 1-azepanyl, (3S)-3-(dimethylamino)pyrrolidinyl, (3R)-3-(dimethylamino)pyrrolidinyl, 1H-imidazol-1-yl, (3R)-3-hydroxy-1-pyrrolidinyl, (3S)-3-hydroxy-1-pyrrolidinyl, (2S)-2-(hydroxymethyl)pyrrolidinyl, (2R)-2-(hydroxymethyl)pyrrolidinyl, (cis)-2,6-dimethylpiperidinyl, 4-methyl-1-piperidinyl, 20 2-methyl-1-piperidinyl, 1-piperidinyl, (2R,5R)-2,5-dimethylpyrrolidinyl, (cis)-2,5-dimethylpyrrolidinyl, 1-pyrrolidinyl, 2-methyl-1-pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, (2S)-2-methyl-1-pyrrolidinyl, (2R)-2-methyl-5-oxo-1-pyrrolidinyl, (2S)-2-methyl-5-oxo-1-pyrrolidinyl, 25 3,6-dihydro-1(2H)-pyridinyl, (2S)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2R)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2S)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-ethyl-1-pyrrolidinyl, 2,2-dimethyl-1-pyrrolidinyl, (2S)-2-ethyl-1-pyrrolidinyl 4-morpholinyl, 2-oxa-5-azabicyclo[2.2.1]hept-5-yl, and 1,4-dioxa-8-azaspiro[4.5]dec-8-yl;

30 R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub> and R<sub>7</sub> are hydrogen;

R<sub>6</sub> is L<sub>2</sub>R<sub>20</sub>;

L<sub>2</sub> is C(=O); and

5            R<sub>20</sub> is cycloalkyl.

8.          A compound according to claim 1 wherein  
A is a covalent bond;  
D is O;  
L is -CH<sub>2</sub>CH<sub>2</sub>-;  
P and Q taken together form a covalent bond;  
R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together  
form a heterocycle (2R)-2-methyl-1-pyrrolidinyl;

10          R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub> and R<sub>7</sub> are hydrogen;  
R<sub>6</sub> is L<sub>2</sub>R<sub>20</sub>;  
L<sub>2</sub> is C(=O); and  
R<sub>20</sub> is cycloalkyl.

15          9.          A compound according to claim 8 that is cyclopropyl(2-{2-[2R]-2-methyl-1-  
pyrrolidinyl]ethyl}-1-benzofuran-5-yl)methanone.

20          10.         A compound according to claim 1 wherein  
A is a covalent bond;  
D is O;  
L is -CH<sub>2</sub>CH<sub>2</sub>-;  
P and Q taken together form a covalent bond;  
R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together  
form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl,  
25          morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl,  
2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-  
dioxidothiomorpholinyl;

30          R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub> and R<sub>7</sub> are hydrogen;  
R<sub>6</sub> is L<sub>2</sub>R<sub>20</sub>;  
L<sub>2</sub> is selected from the group consisting of alkylene and alkenylene; and  
R<sub>20</sub> is aryl.

11. A compound according to claim 1 wherein  
A is a covalent bond;  
D is O;  
L is  $-\text{CH}_2\text{CH}_2-$ ;  
P and Q taken together form a covalent bond;  
R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together  
form a heterocycle selected from the group consisting of 1-azepanyl, (3S)-3-  
(dimethylamino)pyrrolidinyl, (3R)-3-(dimethylamino)pyrrolidinyl, 1H-imidazol-1-yl, (3R)-3-  
hydroxy-1-pyrrolidinyl, (3S)-3-hydroxy-1-pyrrolidinyl, (2S)-2-(hydroxymethyl)pyrrolidinyl,  
(2R)-2-(hydroxymethyl)pyrrolidinyl, (cis)-2,6-dimethylpiperidinyl, 4-methyl-1-piperidinyl,  
2-methyl-1-piperidinyl, 1-piperidinyl, (2R,5R)-2,5-dimethylpyrrolidinyl, (cis)-2,5-  
dimethylpyrrolidinyl, 1-pyrrolidinyl, 2-methyl-1-pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl,  
(2S)-2-methyl-1-pyrrolidinyl, (2R)-2-methyl-5-oxo-1-pyrrolidinyl, (2S)-2-methyl-5-oxo-1-  
pyrrolidinyl, 3,6-dihydro-1(2H)-pyridinyl, (2S)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2R)-2-  
(methoxycarbonyl)-1-pyrrolidinyl, (2S)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-  
(fluoromethyl)-1-pyrrolidinyl, (2R)-2-ethyl-1-pyrrolidinyl, 2,2-dimethyl-1-pyrrolidinyl, (2S)-  
2-ethyl-1-pyrrolidinyl 4-morpholinyl, 2-oxa-5-azabicyclo[2.2.1]hept-5-yl, and 1,4-dioxa-8-  
azaspiro[4.5]dec-8-yl;  
R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub> and R<sub>7</sub> are hydrogen;  
R<sub>6</sub> is L<sub>2</sub>R<sub>20</sub>;  
L<sub>2</sub> is selected from the group consisting of alkylene and alkenylene; and  
R<sub>20</sub> is aryl.

12. A compound according to claim 1 wherein  
A is a covalent bond;  
D is O;  
L is  $-\text{CH}_2\text{CH}_2-$ ;  
P and Q taken together form a covalent bond;  
R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together  
form a heterocycle (2R)-2-methyl-1-pyrrolidinyl;  
R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub> and R<sub>7</sub> are hydrogen; and  
R<sub>6</sub> is L<sub>2</sub>R<sub>20</sub>;

L<sub>2</sub> is selected from the group consisting of alkylene and alkenylene; and  
R<sub>20</sub> is phenyl substituted with 0, 1, 2, or 3 substituents selected from the group  
consisting of hydrogen, alkoxy, alkyl, alkoxy carbonyl, alkyl carbonyl, alkylthio, carboxy,  
cyano, formyl, haloalkoxy, haloalkyl, halogen, hydroxyalkyl, oximyl, (NR<sub>A</sub>R<sub>B</sub>)carbonyl, and  
5 -NR<sub>A</sub>R<sub>B</sub>.

13. A compound according to claim 12 selected from the group consisting of  
(2R)-1-(2-{5-[2-(4-fluorophenyl)vinyl]-1-benzofuran-2-yl}ethyl)-2-  
methylpyrrolidine; and  
10 (2R)-1-[2-(5-benzyl-1-benzofuran-2-yl)ethyl]-2-methylpyrrolidine.

14. A compound according to claim 1 wherein  
A is a covalent bond;  
D is O;  
15 L is -CH<sub>2</sub>CH<sub>2</sub>-;  
P and Q taken together form a covalent bond;  
R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together  
form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl,  
morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl,  
20 2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-  
dioxidothiomorpholinyl;  
R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub> and R<sub>7</sub> are hydrogen; and  
R<sub>6</sub> is alkyl carbonyl.

25 15. A compound according to claim 1 wherein  
A is a covalent bond;  
D is O;  
L is -CH<sub>2</sub>CH<sub>2</sub>-;  
P and Q taken together form a covalent bond;  
30 R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together  
form a heterocycle selected from the group consisting of 1-azepanyl, (3S)-3-  
(dimethylamino)pyrrolidinyl, (3R)-3-(dimethylamino)pyrrolidinyl, 1H-imidazol-1-yl, (3R)-3-

hydroxy-1-pyrrolidinyl, (3S)-3-hydroxy-1-pyrrolidinyl, (2S)-2-(hydroxymethyl)pyrrolidinyl, (2R)-2-(hydroxymethyl)pyrrolidinyl, (cis)-2,6-dimethylpiperidinyl, 4-methyl-1-piperidinyl, 2-methyl-1-piperidinyl, 1-piperidinyl, (2R,5R)-2,5-dimethylpyrrolidinyl, (cis)-2,5-dimethylpyrrolidinyl, 1-pyrrolidinyl, 2-methyl-1-pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, (2S)-2-methyl-1-pyrrolidinyl, (2R)-2-methyl-5-oxo-1-pyrrolidinyl, (2S)-2-methyl-5-oxo-1-pyrrolidinyl, 3,6-dihydro-1(2H)-pyridinyl, (2S)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2R)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2S)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-ethyl-1-pyrrolidinyl, 2,2-dimethyl-1-pyrrolidinyl, (2S)-2-ethyl-1-pyrrolidinyl 4-morpholiny, 2-oxa-5-azabicyclo[2.2.1]hept-5-yl, and 1,4-dioxa-8-azaspiro[4.5]dec-8-yl;

R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub> and R<sub>7</sub> are hydrogen; and

R<sub>6</sub> is alkylcarbonyl.

16. A compound according to claim 1 wherein

A is a covalent bond;

D is O;

L is -CH<sub>2</sub>CH<sub>2</sub>-;

P and Q taken together form a covalent bond;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle (2R)-2-methyl-1-pyrrolidinyl;

R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub> and R<sub>7</sub> are hydrogen; and

R<sub>6</sub> is alkylcarbonyl.

17. A compound according to claim 16 that is 3-ethyl-1-(2-{2-[(2R)-2-methyl-1-

pyrrolidinyl]ethyl}-1-benzofuran-5-yl)-1-pentanone.

18. A compound according to claim 1 wherein

A is a covalent bond;

D is O;

L is -CH<sub>2</sub>CH<sub>2</sub>-;

P and Q taken together form a covalent bond;

5           R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl, morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-dioxidothiomorpholinyl;

10           R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub> and R<sub>7</sub> are hydrogen; and

15           R<sub>6</sub> is heterocycle.

19.          A compound according to claim 1 wherein

20           A is a covalent bond;

25           D is O;

30           L is -CH<sub>2</sub>CH<sub>2</sub>-;

35           P and Q taken together form a covalent bond;

40           R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of 1-azepanyl, (3S)-3-(dimethylamino)pyrrolidinyl, (3R)-3-(dimethylamino)pyrrolidinyl, 1H-imidazol-1-yl, (3R)-3-hydroxy-1-pyrrolidinyl, (3S)-3-hydroxy-1-pyrrolidinyl, (2S)-2-(hydroxymethyl)pyrrolidinyl, (2R)-2-(hydroxymethyl)pyrrolidinyl, (cis)-2,6-dimethylpiperidinyl, 4-methyl-1-piperidinyl, 2-methyl-1-piperidinyl, 1-piperidinyl, (2R,5R)-2,5-dimethylpyrrolidinyl, (cis)-2,5-dimethylpyrrolidinyl, 1-pyrrolidinyl, 2-methyl-1-pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, (2S)-2-methyl-1-pyrrolidinyl, (2R)-2-methyl-5-oxo-1-pyrrolidinyl, (2S)-2-methyl-5-oxo-1-pyrrolidinyl, 3,6-dihydro-1(2H)-pyridinyl, (2S)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2R)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2S)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-ethyl-1-pyrrolidinyl, 2,2-dimethyl-1-pyrrolidinyl, (2S)-2-ethyl-1-pyrrolidinyl 4-morpholinyl, 2-oxa-5-azabicyclo[2.2.1]hept-5-yl, and 1,4-dioxa-8-azaspiro[4.5]dec-8-yl;

45           R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub> and R<sub>7</sub> are hydrogen; and

50           R<sub>6</sub> is heterocycle.

30          20.          A compound according to claim 1 wherein

35           A is a covalent bond;

40           D is O;

L is -CH<sub>2</sub>CH<sub>2</sub>-;

P and Q taken together form a covalent bond;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl, 5 morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-dioxidothiomorpholinyl; R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub> and R<sub>7</sub> are hydrogen;

R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub> and R<sub>7</sub> are hydrogen; and

R<sub>6</sub> is heterocycle selected from the group consisting of furyl, imidazolyl, isothiazolyl, 10 isothiazolinyl, isoxazolyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridinyl, pyrimidinyl, pyridazinyl, pyrrolyl, tetrazolyl, thiadiazolyl, thiazolyl, thienyl, triazinyl, triazolyl, benzimidazolyl, benzothiazolyl, benzothienyl, benzoxazolyl, benzofuranyl, cinnolinyl, indazolyl, indolyl, indolizinyl, naphthyridinyl, isobenzofuranyl, isobenzothienyl, isoindolyl, isoquinolinyl, quinolinyl, quinolizinyl, quinoxalinyl, or quinazolinyl wherein the heterocycle 15 is substituted with 0, 1, 2, or 3 substituents selected from alkenyl, alkoxy, alkoxyalkyl, alkoxycarbonyl, alkyl, alkylcarbonyl, alkylcarbonyloxy, alkylsulfinyl, alkylsulfonyl, alkylthio, arylalkyl, carboxy, carboxyalkyl, cyano, cyanoalkyl, formyl, halogen, haloalkoxy, haloalkyl, haloalkylcarbonyl, hydroxy, hydroxyalkyl, mercapto, nitro, oxo, -NR<sub>A</sub>R<sub>B</sub>, (NR<sub>A</sub>R<sub>B</sub>)alkyl, (NR<sub>A</sub>R<sub>B</sub>)carbonyl and (NR<sub>A</sub>R<sub>B</sub>)sulfonyl.

20

21. A compound according to claim 21 selected from the group consisting of

5-(chloromethyl)-3-(2-{2-[(2R)-2-methylpyrrolidin-1-yl]ethyl}-1-benzofuran-5-yl)-1,2,4-oxadiazole;

3-(2-{2-[(2R)-2-methylpyrrolidin-1-yl]ethyl}-1-benzofuran-5-yl)-5-propyl-1,2,4-oxadiazole;

5-ethyl-3-(2-{2-[(2R)-2-methylpyrrolidin-1-yl]ethyl}-1-benzofuran-5-yl)-1,2,4-oxadiazole;

5-methyl-3-(2-{2-[(2R)-2-methylpyrrolidin-1-yl]ethyl}-1-benzofuran-5-yl)-1,2,4-oxadiazole;

30 3-(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)pyridine;  
1-(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)-1H-imidazole; and

3,5-dimethyl-4-(2-{2-[2(R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)isoxazole;

3,5-dimethyl-4-{2-[2-(2R)-methyl-pyrrolidin-1-yl-ethyl]-benzofuran-5-yl}-isoxazole;

5 {2-[2-(2R)-methyl-pyrrolidin-1-yl-ethyl]-benzofuran-5-yl}-2-phenyl-oxazole;

2-{2-[2-(2R)-methyl-pyrrolidin-1-yl-ethyl]-benzofuran-5-yl}-thiazole;

4-{2-[2-(2R)-methyl-pyrrolidin-1-yl-ethyl]-benzofuran-5-yl}-1H-pyrazole;

4-{2-[2-(2R)-methyl-pyrrolidin-1-yl-ethyl]-benzofuran-5-yl}-1-phenyl-1H-pyrazole;

1-methyl-4-{2-[2(R)-(2-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-5-yl}-1H-imidazole;

10 4-{2-[2-(2R)-methyl-pyrrolidin-1-yl-ethyl]-benzofuran-5-yl}-thiazole;

2-{2-[2-(2R)-methyl-pyrrolidin-1-yl-ethyl]-benzofuran-5-yl}-1H-imidazole;

4-{2-[2-(2R)-methyl-pyrrolidin-1-yl-ethyl]-benzofuran-5-yl}-1H-benzoimidazole;

3-methyl-6-{(2R)-[2-(2-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-5-yl}-pyridazine;

2-{2-[2-(2R)-methyl-pyrrolidin-1-yl-ethyl]-benzofuran-5-yl}-pyrazine;

15 5-{2-[2-(2R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-5-yl}-pyrimidine;

5-{2-[2-(2R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-5-yl}-pyridazin-4-ylamine;

5-{2-[2-(2R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-5-yl}-nicotinonitrile;

4-{2-[2-(2R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-5-yl}-1H-indole;

20 4-{2-[2-(2R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-5-yl}-phthalonitrile;

5-{2-[2-(2R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-5-yl}-indan-1-one;

1-{2-[5-(5,6-dihydro-2H-pyran-3-yl)-benzofuran-2-yl]-ethyl}-(2R)-methyl-pyrrolidine;

25 1-[2-(5-cyclohept-1-enyl-benzofuran-2-yl)-ethyl]-2R)-methyl-pyrrolidine;

(2R)-methyl-1-(2-{5-[2-(11H-10-thia-dibenzo[a,d]cyclohepten-5-ylidene)-ethyl]-benzofuran2-yl}-ethyl)-pyrrolidine;

4-{2-[2-(2R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-5-yl}-pyridine;

4-{2-[2-(2R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-5-yl}-pyridine;

1-{2-[2-(2R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-5-yl}-1H-imidazole-4,5-dicarbonitrile;

30 4,5-dichloro-1-{2-[2-(2R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-5-yl}-1H-imidazole;

1-{2-[2-(2R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-5-yl}-1H-benzoimidazole;

3-{2-[2-(2(R)-methylpyrrolidin-1-yl)-ethyl]-benzofuran-5-yl}-3H-imidazo[4,5-c]pyridine;

(5-hydroxymethyl-3-{2-[2-(2(R)-methylpyrrolidin-1-yl)-ethyl]-benzofuran-5-yl}-3H-imidazol-4-yl)-methanol;

5 1-{2-[2-(2(R)-methylpyrrolidin-1-yl)-ethyl]-benzofuran-5-yl}-1H-pyrrole;

1-(1-{2-[2-(2(R)-methylpyrrolidin-1-yl)-ethyl]-benzofuran-5-yl}-1H-pyrrol-3-yl)-ethanone;

3-methyl-1-{2-[2-(2(R)-methylpyrrolidin-1-yl)-ethyl]-benzofuran-5-yl}-1H-pyrrole;

1-{2-[2-(2(R)-methylpyrrolidin-1-yl)-ethyl]-benzofuran-5-yl}-3,4-bis-

10 trifluoromethyl-1H-pyrrole;

1-{2-[2-(2(R)-methylpyrrolidin-1-yl)-ethyl]-benzofuran-5-yl}-1H-pyrazole;

4-methyl-1-{2-[2-(2(R)-methylpyrrolidin-1-yl)-ethyl]-benzofuran-5-yl}-1H-pyrazole;

1-{2-[2-(2(R)-methylpyrrolidin-1-yl)-ethyl]-benzofuran-5-yl}-1H-pyrazole-4-carboxylic acid ethyl ester;

15 1-{2-[2-(2(R)-methylpyrrolidin-1-yl)-ethyl]-benzofuran-5-yl}-1H-pyrazole-4-carbonitrile;

4-chloro-1-{2-[2-(2(R)-methylpyrrolidin-1-yl)-ethyl]-benzofuran-5-yl}-1H-pyrazole;

and

20 3,5-dimethyl-1-{2-[2-(2(R)-methylpyrrolidin-1-yl)-ethyl]-benzofuran-5-yl}-1H-pyrazole.

22. A compound according to claim 1 wherein

A is a covalent bond;

D is O;

25 L is -CH<sub>2</sub>CH<sub>2</sub>-;

P and Q taken together form a covalent bond;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle (2R)-2-methyl-1-pyrrolidinyl;

R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub> and R<sub>7</sub> are hydrogen; and

30 R<sub>6</sub> is heterocycle selected from the group consisting of 1,2,4-oxadiazol-3-yl, 3-pyridinyl, 4-isoxazolyl, and 1H-imidazol-1-yl wherein the heterocycle is substituted with 0,

1, or 2 substituents selected from the group consisting of hydrogen, alkyl, haloalkyl, and hydroxyalkyl.

5 23. A compound according to claim 1 wherein  
A is a covalent bond;  
D is O;  
L is -CH<sub>2</sub>CH<sub>2</sub>-;  
P and Q taken together form a covalent bond;  
R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together  
form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl,  
morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl,  
2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-  
dioxidothiomorpholinyl;

10 R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub> and R<sub>7</sub> are hydrogen;  
R<sub>6</sub> is -R<sub>20</sub>L<sub>3</sub>R<sub>22</sub>;  
R<sub>20</sub> is heterocycle;  
L<sub>3</sub> is selected from the group consisting of a covalent bond and alkylene; and  
R<sub>22</sub> is aryl.

15 24. A compound according to claim 1 wherein  
A is a covalent bond;  
D is O;  
L is -CH<sub>2</sub>CH<sub>2</sub>-;  
P and Q taken together form a covalent bond;

20 R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together  
form a heterocycle selected from the group consisting of 1-azepanyl, (3S)-3-  
(dimethylamino)pyrrolidinyl, (3R)-3-(dimethylamino)pyrrolidinyl, 1H-imidazol-1-yl, (3R)-3-  
hydroxy-1-pyrrolidinyl, (3S)-3-hydroxy-1-pyrrolidinyl, (2S)-2-(hydroxymethyl)pyrrolidinyl,  
30 (2R)-2-(hydroxymethyl)pyrrolidinyl, (cis)-2,6-dimethylpiperidinyl, 4-methyl-1-piperidinyl,  
2-methyl-1-piperidinyl, 1-piperidinyl, (2R,5R)-2,5-dimethylpyrrolidinyl, (cis)-2,5-  
dimethylpyrrolidinyl, 1-pyrrolidinyl, 2-methyl-1-pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl,

(2S)-2-methyl-1-pyrrolidinyl, (2R)-2-methyl-5-oxo-1-pyrrolidinyl, (2S)-2-methyl-5-oxo-1-pyrrolidinyl, 3,6-dihydro-1(2H)-pyridinyl, (2S)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2R)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2S)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-ethyl-1-pyrrolidinyl, 2,2-dimethyl-1-pyrrolidinyl, (2S)-2-ethyl-1-pyrrolidinyl 4-morpholinyl, 2-oxa-5-azabicyclo[2.2.1]hept-5-yl, and 1,4-dioxa-8-azaspiro[4.5]dec-8-yl;

5 R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub> and R<sub>7</sub> are hydrogen;

10 R<sub>6</sub> is -R<sub>20</sub>L<sub>3</sub>R<sub>22</sub>;

R<sub>20</sub> is heterocycle;

15 L<sub>3</sub> is selected from the group consisting of a covalent bond and alkylene; and

R<sub>22</sub> is aryl.

25. A compound according to claim 1 wherein

A is a covalent bond;

15 D is O;

L is -CH<sub>2</sub>CH<sub>2</sub>-;

P and Q taken together form a covalent bond;

20 R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle (2R)-2-methyl-1-pyrrolidinyl;

R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub> and R<sub>7</sub> are hydrogen;

25 R<sub>6</sub> is -R<sub>20</sub>L<sub>3</sub>R<sub>22</sub>;

R<sub>20</sub> is 1,2,4-oxadiazol-3-yl;

L<sub>3</sub> is selected from the group consisting of a covalent bond and alkylene; and

30 R<sub>22</sub> is phenyl substituted with 0, 1, 2, or 3 substituents selected from the group

25 consisting of hydrogen, alkoxy, alkyl, alkoxy carbonyl, alkyl carbonyl, alkylthio, carboxy, cyano, formyl, haloalkoxy, haloalkyl, halogen, hydroxyalkyl, oximyl, (NR<sub>A</sub>R<sub>B</sub>)carbonyl, and -NR<sub>A</sub>R<sub>B</sub>.

35. A compound according to claim 25 selected from the group consisting of

4-[3-(2-{2-[(2R)-2-methylpyrrolidin-1-yl]ethyl}-1-benzofuran-5-yl)-1,2,4-oxadiazol-5-yl]benzonitrile;

5-(4-chlorophenyl)-3-(2-{2-[(2R)-2-methylpyrrolidin-1-yl]ethyl}-1-benzofuran-5-yl)-1,2,4-oxadiazole;

5 5-(2-chlorophenyl)-3-(2-{2-[(2R)-2-methylpyrrolidin-1-yl]ethyl}-1-benzofuran-5-yl)-1,2,4-oxadiazole;

10 5-(4-fluorobenzyl)-3-(2-{2-[(2R)-2-methylpyrrolidin-1-yl]ethyl}-1-benzofuran-5-yl)-1,2,4-oxadiazole;

15 5-(4-methoxybenzyl)-3-(2-{2-[(2R)-2-methylpyrrolidin-1-yl]ethyl}-1-benzofuran-5-yl)-1,2,4-oxadiazole;

20 3-{[3-(2-{2-[(2R)-2-methylpyrrolidin-1-yl]ethyl}-1-benzofuran-5-yl)-1,2,4-oxadiazol-5-yl]methyl}benzonitrile;

25 3-(2-{2-[(2R)-2-methylpyrrolidin-1-yl]ethyl}-1-benzofuran-5-yl)-5-phenyl-1,2,4-oxadiazole;

30 5-(4-fluorophenyl)-3-(2-{2-[(2R)-2-methylpyrrolidin-1-yl]ethyl}-1-benzofuran-5-yl)-1,2,4-oxadiazole; and

35 5-(3-chloro-4-fluorophenyl)-3-(2-{2-[(2R)-2-methylpyrrolidin-1-yl]ethyl}-1-benzofuran-5-yl)-1,2,4-oxadiazole.

27. A compound according to claim 1 wherein

20 A is a covalent bond;

25 D is O;

30 L is  $-\text{CH}_2\text{CH}_2-$ ;

R<sub>1</sub> and R<sub>2</sub> taken together form a covalent bond;

35 R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl, morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-dioxidothiomorpholinyl;

40 R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub> and R<sub>7</sub> are hydrogen;

45 R<sub>6</sub> is  $-\text{R}_{20}\text{L}_3\text{R}_{22}$ ;

50 R<sub>20</sub> is 1,2,4-oxadiazol-3-yl;

55 L<sub>3</sub> is selected from the group consisting of a covalent bond and alkylene; and

60 R<sub>22</sub> is heterocycle.

28. A compound according to claim 1 wherein  
A is a covalent bond;  
D is O;  
5 L is  $-\text{CH}_2\text{CH}_2-$ ;  
P and Q taken together form a covalent bond;  
R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together  
form a heterocycle selected from the group consisting of 1-azepanyl, (3S)-3-  
(dimethylamino)pyrrolidinyl, (3R)-3-(dimethylamino)pyrrolidinyl, 1H-imidazol-1-yl, (3R)-3-  
10 hydroxy-1-pyrrolidinyl, (3S)-3-hydroxy-1-pyrrolidinyl, (2S)-2-(hydroxymethyl)pyrrolidinyl,  
(2R)-2-(hydroxymethyl)pyrrolidinyl, (cis)-2,6-dimethylpiperidinyl, 4-methyl-1-piperidinyl,  
2-methyl-1-piperidinyl, 1-piperidinyl, (2R,5R)-2,5-dimethylpyrrolidinyl, (cis)-2,5-  
dimethylpyrrolidinyl, 1-pyrrolidinyl, 2-methyl-1-pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl,  
(2S)-2-methyl-1-pyrrolidinyl, (2R)-2-methyl-5-oxo-1-pyrrolidinyl, (2S)-2-methyl-5-oxo-1-  
15 pyrrolidinyl, 3,6-dihydro-1(2H)-pyridinyl, (2S)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2R)-2-  
(methoxycarbonyl)-1-pyrrolidinyl, (2S)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-  
(fluoromethyl)-1-pyrrolidinyl, (2R)-2-ethyl-1-pyrrolidinyl, 2,2-dimethyl-1-pyrrolidinyl, (2S)-  
2-ethyl-1-pyrrolidinyl 4-morpholinyl, 2-oxa-5-azabicyclo[2.2.1]hept-5-yl, and 1,4-dioxa-8-  
azaspiro[4.5]dec-8-yl;

20 R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub> and R<sub>7</sub> are hydrogen;  
R<sub>6</sub> is  $-\text{R}_{20}\text{L}_3\text{R}_{22}$ ;  
R<sub>20</sub> is 1,2,4-oxadiazol-3-yl;  
L<sub>3</sub> is selected from the group consisting of a covalent bond and alkylene; and  
R<sub>22</sub> is heterocycle.

25

29. A compound according to claim 1 wherein  
A is a covalent bond;  
D is O;  
L is  $-\text{CH}_2\text{CH}_2-$ ;  
30 P and Q taken together form a covalent bond;  
R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together  
form a heterocycle (2R)-2-methyl-1-pyrrolidinyl;

R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub> and R<sub>7</sub> are hydrogen;

R<sub>6</sub> is -R<sub>20</sub>L<sub>3</sub>R<sub>22</sub>;

R<sub>20</sub> is 1,2,4-oxadiazol-3-yl;

L<sub>3</sub> is selected from the group consisting of a covalent bond and alkylene; and

5 R<sub>22</sub> is 2-thienyl.

30. A compound according to claim 29 that is 3-(2-{2-[(2R)-2-methylpyrrolidin-1-yl]ethyl}-1-benzofuran-5-yl)-5-(thien-2-ylmethyl)-1,2,4-oxadiazole.

10 31. A compound according to claim 1 wherein

A is a covalent bond;

D is O;

L is -CH<sub>2</sub>CH<sub>2</sub>-;

P and Q taken together form a covalent bond;

15 R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl, morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-dioxidothiomorpholinyl;

20 R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub> and R<sub>7</sub> are hydrogen;

R<sub>6</sub> is -R<sub>20</sub>L<sub>3</sub>R<sub>22</sub>;

R<sub>20</sub> is aryl;

L<sub>3</sub> is C(=O); and

R<sub>22</sub> is cycloalkyl.

25

32. A compound according to claim 1 wherein

A is a covalent bond;

D is O;

L is -CH<sub>2</sub>CH<sub>2</sub>-;

30 P and Q taken together form a covalent bond;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of 1-azepanyl, (3S)-3-

(dimethylamino)pyrrolidinyl, (3R)-3-(dimethylamino)pyrrolidinyl, 1H-imidazol-1-yl, (3R)-3-hydroxy-1-pyrrolidinyl, (3S)-3-hydroxy-1-pyrrolidinyl, (2S)-2-(hydroxymethyl)pyrrolidinyl, (2R)-2-(hydroxymethyl)pyrrolidinyl, (cis)-2,6-dimethylpiperidinyl, 4-methyl-1-piperidinyl, 2-methyl-1-piperidinyl, 1-piperidinyl, (2R,5R)-2,5-dimethylpyrrolidinyl, (cis)-2,5-dimethylpyrrolidinyl, 1-pyrrolidinyl, 2-methyl-1-pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, (2S)-2-methyl-1-pyrrolidinyl, (2R)-2-methyl-5-oxo-1-pyrrolidinyl, (2S)-2-methyl-5-oxo-1-pyrrolidinyl, 3,6-dihydro-1(2H)-pyridinyl, (2S)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2R)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2S)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-ethyl-1-pyrrolidinyl, 2,2-dimethyl-1-pyrrolidinyl, (2S)-2-ethyl-1-pyrrolidinyl 4-morpholiny, 2-oxa-5-azabicyclo[2.2.1]hept-5-yl, and 1,4-dioxa-8-azaspiro[4.5]dec-8-yl;

R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub> and R<sub>7</sub> are hydrogen;

R<sub>6</sub> is -R<sub>20</sub>L<sub>3</sub>R<sub>22</sub>;

R<sub>20</sub> is aryl;

L<sub>3</sub> is C(=O); and

R<sub>22</sub> is cycloalkyl.

33. A compound according to claim 1 wherein

A is a covalent bond;

D is O;

L is -CH<sub>2</sub>CH<sub>2</sub>-;

P and Q taken together form a covalent bond;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle (2R)-2-methyl-1-pyrrolidinyl;

R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub> and R<sub>7</sub> are hydrogen;

R<sub>6</sub> is -R<sub>20</sub>L<sub>3</sub>R<sub>22</sub>;

R<sub>20</sub> is phenyl;

L<sub>3</sub> is C(=O); and

R<sub>22</sub> is cycloalkyl.

34. A compound according to claim 33 selected from the group consisting of

5 cyclopropyl[3-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl]phenyl]methanone; and

10 cyclopropyl[4-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl]phenyl]methanone.

5

15 35. A compound according to claim 1 wherein

A is a covalent bond;

D is O;

L is -CH<sub>2</sub>CH<sub>2</sub>-;

15 P and Q taken together form a covalent bond;

20 R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl, morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-dioxidothiomorpholinyl;

25 R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub> and R<sub>7</sub> are hydrogen;

R<sub>6</sub> is -R<sub>20</sub>L<sub>3</sub>R<sub>22</sub>;

R<sub>20</sub> is aryl;

L<sub>3</sub> is C(=O); and

30 R<sub>22</sub> is aryl.

36. A compound according to claim 1 wherein

A is a covalent bond;

D is O;

L is -CH<sub>2</sub>CH<sub>2</sub>-;

25 P and Q taken together form a covalent bond;

30 R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of 1-azepanyl, (3S)-3-(dimethylamino)pyrrolidinyl, (3R)-3-(dimethylamino)pyrrolidinyl, 1H-imidazol-1-yl, (3R)-3-hydroxy-1-pyrrolidinyl, (3S)-3-hydroxy-1-pyrrolidinyl, (2S)-2-(hydroxymethyl)pyrrolidinyl, (2R)-2-(hydroxymethyl)pyrrolidinyl, (cis)-2,6-dimethylpiperidinyl, 4-methyl-1-piperidinyl, 2-methyl-1-piperidinyl, 1-piperidinyl, (2R,5R)-2,5-dimethylpyrrolidinyl, (cis)-2,5-

dimethylpyrrolidinyl, 1-pyrrolidinyl, 2-methyl-1-pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, (2S)-2-methyl-1-pyrrolidinyl, (2R)-2-methyl-5-oxo-1-pyrrolidinyl, (2S)-2-methyl-5-oxo-1-pyrrolidinyl, 3,6-dihydro-1(2H)-pyridinyl, (2S)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2R)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2S)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-ethyl-1-pyrrolidinyl, 2,2-dimethyl-1-pyrrolidinyl, (2S)-2-ethyl-1-pyrrolidinyl 4-morpholinyl, 2-oxa-5-azabicyclo[2.2.1]hept-5-yl, and 1,4-dioxa-8-azaspiro[4.5]dec-8-yl;

$R_3, R_4, R_5$  and  $R_7$  are hydrogen;

$R_6$  is  $-R_{20}L_3R_{22}$ ;

R<sub>20</sub> is aryl;

$L_3$  is  $C(=O)$ ; and

R<sub>22</sub> is aryl.

37. A compound according to claim 1 wherein

A is a covalent bond;

D is O;

L is  $-\text{CH}_2\text{CH}_2-$ ;

P and Q taken together form a covalent bond;

$R_1$  and  $R_2$  taken together with the nitrogen atom to which they are attached, together

form a heterocycle (2R)-2-methyl-1-pyrrolidinyl;

$R_3, R_4, R_5$  and  $R_7$  are hydrogen;

$R_6$  is  $-R_{20}L_3R_{22}$ ;

R<sub>20</sub> is phenyl;

$L_3$  is  $C(=O)$ ; and

25 R<sub>22</sub> is phenyl substituted with 0, 1, 2, or 3 substituents selected from the group consisting of hydrogen, alkoxy, alkyl, alkoxycarbonyl, alkylcarbonyl, alkylthio, carboxy, cyano, formyl, haloalkoxy, haloalkyl, halogen, hydroxyalkyl, oximyl, (NR<sub>A</sub>R<sub>B</sub>)carbonyl, and-NR<sub>A</sub>R<sub>B</sub>.

30 38. A compound according to claim 37 that is (3-fluorophenyl)[3-(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)phenyl]methanone.

39. A compound according to claim 1 wherein  
A is a covalent bond;  
D is O;  
L is  $-\text{CH}_2\text{CH}_2-$ ;  
P and Q taken together form a covalent bond;  
R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together  
form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl,  
morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl,  
2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-  
dioxidothiomorpholinyl;  
R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub> and R<sub>7</sub> are hydrogen;  
R<sub>6</sub> is  $-\text{R}_{20}\text{L}_3\text{R}_{22}$ ;  
R<sub>20</sub> is aryl;  
L<sub>3</sub> is C(=O); and  
R<sub>22</sub> is heterocycle.

40. A compound according to claim 1 wherein  
A is a covalent bond;  
D is O;  
L is  $-\text{CH}_2\text{CH}_2-$ ;  
P and Q taken together form a covalent bond;  
R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together  
form a heterocycle selected from the group consisting of 1-azepanyl, (3S)-3-  
(dimethylamino)pyrrolidinyl, (3R)-3-(dimethylamino)pyrrolidinyl, 1H-imidazol-1-yl, (3R)-3-  
hydroxy-1-pyrrolidinyl, (3S)-3-hydroxy-1-pyrrolidinyl, (2S)-2-(hydroxymethyl)pyrrolidinyl,  
(2R)-2-(hydroxymethyl)pyrrolidinyl, (cis)-2,6-dimethylpiperidinyl, 4-methyl-1-piperidinyl,  
2-methyl-1-piperidinyl, 1-piperidinyl, (2R,5R)-2,5-dimethylpyrrolidinyl, (cis)-2,5-  
dimethylpyrrolidinyl, 1-pyrrolidinyl, 2-methyl-1-pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl,  
(2S)-2-methyl-1-pyrrolidinyl, (2R)-2-methyl-5-oxo-1-pyrrolidinyl, (2S)-2-methyl-5-oxo-1-  
pyrrolidinyl, 3,6-dihydro-1(2H)-pyridinyl, (2S)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2R)-2-  
(methoxycarbonyl)-1-pyrrolidinyl, (2S)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-  
(fluoromethyl)-1-pyrrolidinyl, (2R)-2-ethyl-1-pyrrolidinyl, 2,2-dimethyl-1-pyrrolidinyl, (2S)-

2-ethyl-1-pyrrolidinyl 4-morpholinyl, 2-oxa-5-azabicyclo[2.2.1]hept-5-yl, and 1,4-dioxa-8-azaspiro[4.5]dec-8-yl;

R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub> and R<sub>7</sub> are hydrogen;

R<sub>6</sub> is -R<sub>20</sub>L<sub>3</sub>R<sub>22</sub>;

5 R<sub>20</sub> is aryl;

L<sub>3</sub> is C(=O); and

R<sub>22</sub> is heterocycle.

41. A compound according to claim 1 wherein

10 A is a covalent bond;

D is O;

L is -CH<sub>2</sub>CH<sub>2</sub>-;

P and Q taken together form a covalent bond;

15 R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle (2R)-2-methyl-1-pyrrolidinyl;

R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub> and R<sub>7</sub> are hydrogen;

R<sub>6</sub> is -R<sub>20</sub>L<sub>3</sub>R<sub>22</sub>;

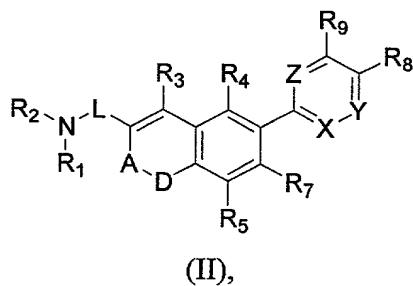
R<sub>20</sub> is phenyl;

L<sub>3</sub> is C(=O); and

20 R<sub>22</sub> is 2-thienyl.

42. A compound according to claim 41 that is [3-(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)phenyl](2-thienyl)methanone.

25 43. A compound according to claim 1 of formula (II)



or a pharmaceutical acceptable salt, ester, amide, or prodrug thereof, wherein

R<sub>7</sub> is selected from the group consisting of hydrogen, alkoxy, alkoxycarbonyl, alkyl, alkylcarbonyl, alkylcarbonyloxy, alkylsulfinyl, alkylsulfonyl, alkylthio, carboxy, carboxyalkyl, cyano, cyanoalkyl, formyl, halogen, haloalkoxy, haloalkyl, hydroxy, hydroxyalkyl, mercapto, nitro, -NR<sub>A</sub>R<sub>B</sub>, (NR<sub>A</sub>R<sub>B</sub>)alkyl, (NR<sub>A</sub>R<sub>B</sub>)carbonyl and (NR<sub>A</sub>R<sub>B</sub>)sulfonyl;

R<sub>8</sub> is selected from the group consisting of hydrogen, alkylcarbonyl, arylcarbonyl, cyano, cycloalkylcarbonyl, heterocyclecarbonyl and (NR<sub>A</sub>R<sub>B</sub>)carbonyl;

R<sub>9</sub> is selected from the group consisting of hydrogen, alkoxy, alkoxycarbonyl, alkyl, alkylcarbonyl, alkylcarbonyloxy, alkylsulfinyl, alkylsulfonyl, alkylthio, carboxy, carboxyalkyl, cyano, cyanoalkyl, formyl, halogen, haloalkoxy, haloalkyl, hydroxy, hydroxyalkyl, mercapto, nitro, -NR<sub>A</sub>R<sub>B</sub>, (NR<sub>A</sub>R<sub>B</sub>)alkyl, (NR<sub>A</sub>R<sub>B</sub>)carbonyl and (NR<sub>A</sub>R<sub>B</sub>)sulfonyl;

X is selected from the group consisting of CH, CR<sub>X</sub> and N;

Y is selected from the group consisting of CH, CR<sub>Y</sub> and N;

Z is selected from the group consisting of CH, CR<sub>Z</sub> and N; and

R<sub>X</sub>, R<sub>Y</sub> and R<sub>Z</sub> are each independently selected from the group consisting of alkoxy, alkoxycarbonyl, alkyl, alkylcarbonyl, alkylcarbonyloxy, alkylsulfinyl, alkylsulfonyl, alkylthio, carboxy, carboxyalkyl, cyano, cyanoalkyl, formyl, halogen, haloalkoxy, haloalkyl, hydroxy, hydroxyalkyl, mercapto, nitro, -NR<sub>A</sub>R<sub>B</sub>, (NR<sub>A</sub>R<sub>B</sub>)alkyl, (NR<sub>A</sub>R<sub>B</sub>)carbonyl and (NR<sub>A</sub>R<sub>B</sub>)sulfonyl.

44. A compound according to claim 43 wherein A is a covalent bond.

45. A compound according to claim 43 wherein

25 A is a covalent bond;

R<sub>1</sub> and R<sub>2</sub> are each independently selected from the group consisting of hydrogen, alkyl, hydroxyalkyl, alkenyl and alkynyl; and

R<sub>8</sub> is cyano.

30 46. A compound according to claim 43 wherein

A is a covalent bond;

L is -CH<sub>2</sub>CH<sub>2</sub>-;

$R_1$  and  $R_2$  are each independently selected from the group consisting of hydrogen, alkyl, hydroxyalkyl, alkenyl and alkynyl;

$R_3, R_4, R_5, R_7$  and  $R_9$  are hydrogen;

R<sub>8</sub> is cyano;

5 X is CH;

Y is CH; and

Z is CH.

47. A compound according to claim 46 selected from the group consisting of:  
4-{2-[2-(diethylamino)ethyl]-1-benzofuran-5-yl}benzonitrile;  
4-(2-{2-[tert-butyl(methyl)amino]ethyl}-1-benzofuran-5-yl)benzonitrile;  
4-(2-{2-[isopropyl(methyl)amino]ethyl}-1-benzofuran-5-yl)benzonitrile;  
4-(2-{2-[isobutyl(methyl)amino]ethyl}-1-benzofuran-5-yl)benzonitrile;  
4-(2-{2-[ethyl(isopropyl)amino]ethyl}-1-benzofuran-5-yl)benzonitrile;  
4-(2-{2-[ethyl(propyl)amino]ethyl}-1-benzofuran-5-yl)benzonitrile; and  
4-[2-(2-aminoethyl)-1-benzofuran-5-yl]benzonitrile.

48. A compound according to claim 43 wherein  
A is a covalent bond ;  
R<sub>1</sub> and R<sub>2</sub> are each independently selected from the group consisting of hydrogen, alkyl, hydroxyalkyl, alkenyl and alkynyl;  
R<sub>8</sub> is cyano;  
X is N;  
Y is CH; and  
Z is CH.

49. A compound according to claim 43 wherein  
A is a covalent bond;  
R<sub>1</sub> and R<sub>2</sub> are each independently selected from the group consisting of hydrogen, alkyl, hydroxyalkyl, alkenyl and alkynyl; and  
R<sub>8</sub> is heterocyclecarbonyl.

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50. A compound according to claim 43 wherein  
A is a covalent bond;  
R<sub>1</sub> and R<sub>2</sub> are each independently selected from the group consisting of hydrogen, alkyl, hydroxyalkyl, alkenyl and alkynyl; and  
5 R<sub>8</sub> is heterocyclecarbonyl wherein the heterocycle is selected from the group consisting of azetidinyl, morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-dioxidothiomorpholinyl.

10 51. A compound according to claim 43 wherein  
A is a covalent bond;  
R<sub>1</sub> and R<sub>2</sub> are each independently selected from the group consisting of hydrogen, alkyl, hydroxyalkyl, alkenyl and alkynyl; and  
R<sub>8</sub> is heterocyclecarbonyl wherein the heterocycle is selected from the group consisting of 1-azetidinyl, 4-morpholinyl, 1-piperazinyl, 1-piperidinyl, 3-pyridinyl, 1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, 1-pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, 4-thiomorpholinyl, and 1,1-dioxidothiomorpholin-4-yl.

15 52. A compound according to claim 43 wherein  
A is a covalent bond;  
R<sub>1</sub> and R<sub>2</sub> are each independently selected from the group consisting of hydrogen, alkyl, hydroxyalkyl, alkenyl and alkynyl; and  
R<sub>8</sub> is heterocyclecarbonyl wherein the heterocycle of heterocarbonyl is 4-morpholinyl.

20 53. A compound according to claim 43 wherein  
L is -CH<sub>2</sub>CH<sub>2</sub>-;  
A is a covalent bond;  
R<sub>1</sub> and R<sub>2</sub> are each independently selected from the group consisting of hydrogen, alkyl, hydroxyalkyl, alkenyl and alkynyl;  
25 R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub>, R<sub>7</sub> and R<sub>9</sub> are hydrogen;  
R<sub>8</sub> is heterocyclecarbonyl wherein the heterocycle of heterocarbonyl is 4-morpholinyl;

30

X is CH;

Y is CH; and

Z is CH.

5 54. A compound according to claim 53 selected from the group consisting of:

N,N-diethyl-N-(2-{5-[4-(4-morpholinylcarbonyl)phenyl]-1-benzofuran-2-yl}ethyl)amine;

N-(tert-butyl)-N-methyl-N-(2-{5-[4-(4-morpholinylcarbonyl)phenyl]-1-benzofuran-2-yl}ethyl)amine;

10 N-isopropyl-N-methyl-N-(2-{5-[4-(4-morpholinylcarbonyl)phenyl]-1-benzofuran-2-yl}ethyl)amine;

N-isobutyl-N-methyl-N-(2-{5-[4-(4-morpholinylcarbonyl)phenyl]-1-benzofuran-2-yl}ethyl)amine;

15 N-ethyl-N-isopropyl-N-(2-{5-[4-(4-morpholinylcarbonyl)phenyl]-1-benzofuran-2-yl}ethyl)amine;

N,N-dimethyl-N-(2-{5-[4-(4-morpholinylcarbonyl)phenyl]-1-benzofuran-2-yl}ethyl)amine; and

20 N-ethyl-N-(2-{5-[4-(4-morpholinylcarbonyl)phenyl]-1-benzofuran-2-yl}ethyl)-N-propylamine.

25 55. A compound according to claim 43 wherein

A is a covalent bond;

R<sub>1</sub> and R<sub>2</sub> are each independently selected from the group consisting of hydrogen, alkyl, hydroxyalkyl, alkenyl and alkynyl;

25 R<sub>8</sub> is heterocyclecarbonyl;

X is N;

Y is CH; and

Z is CH.

30 56. A compound according to claim 43 wherein

A is a covalent bond;

10           R<sub>1</sub> and R<sub>2</sub> are each independently selected from the group consisting of hydrogen, alkyl, hydroxyalkyl, alkenyl and alkynyl;

5           R<sub>8</sub> is heterocyclecarbonyl wherein the heterocycle of heterocarbonyl is selected from the group consisting of azetidinyl, morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-dioxidothiomorpholinyl.;

10           X is N;

          Y is CH; and

          Z is CH.

15           57. A compound according to claim 43 wherein

          A is a covalent bond;

          R<sub>1</sub> and R<sub>2</sub> are each independently selected from the group consisting of hydrogen, alkyl, hydroxyalkyl, alkenyl and alkynyl;

20           R<sub>8</sub> is heterocyclecarbonyl wherein the heterocycle of heterocarbonyl is selected from the group consisting of 1-azetidinyl, 4-morpholinyl, 1-piperazinyl, 1-piperidinyl, 3-pyridinyl, 1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, 1-pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, 4-thiomorpholinyl, and 1,1-dioxidothiomorpholin-4-yl;

          X is N;

          Y is CH; and

          Z is CH.

25           58. A compound according to claim 43 wherein

          A is a covalent bond;

          R<sub>1</sub> and R<sub>2</sub> are each independently selected from the group consisting of hydrogen, alkyl, hydroxyalkyl, alkenyl and alkynyl;

30           R<sub>8</sub> is heterocyclecarbonyl wherein the heterocycle of heterocarbonyl is 4-morpholinyl;

          X is N;

          Y is CH; and

          Z is CH.

59. A compound according to claim 43 wherein  
L is  $-\text{CH}_2\text{CH}_2-$ ;  
A is a covalent bond;  
R<sub>1</sub> and R<sub>2</sub> are each independently selected from the group consisting of hydrogen,  
5 alkyl, hydroxyalkyl, alkenyl and alkynyl;  
R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub>, R<sub>7</sub> and R<sub>9</sub> are hydrogen;  
R<sub>8</sub> is heterocyclecarbonyl wherein the heterocycle of heterocarbonyl is 4-morpholinyl;  
X is N;  
10 Y is CH; and  
Z is CH.

60. A compound according to claim 59 selected from the group consisting of:  
4-[(6-{2-[2-(N,N-diethyl)ethyl]-1-benzofuran-5-yl}-3-pyridinyl)carbonyl]morpholine;  
15 N-(tert-butyl)-N-methyl-N-(2-{5-[5-(4-morpholinylcarbonyl)-2-pyridinyl]-1-benzofuran-2-yl}ethyl)amine;  
N-isobutyl-N-methyl-N-(2-{5-[5-(4-morpholinylcarbonyl)-2-pyridinyl]-1-benzofuran-2-yl}ethyl)amine;  
20 N-isopropyl-N-methyl-N-(2-{5-[5-(4-morpholinylcarbonyl)-2-pyridinyl]-1-benzofuran-2-yl}ethyl)amine;  
N-ethyl-N-isopropyl-N-(2-{5-[5-(4-morpholinylcarbonyl)-2-pyridinyl]-1-benzofuran-2-yl}ethyl)amine;  
N,N-dimethyl-N-(2-{5-[5-(4-morpholinylcarbonyl)-2-pyridinyl]-1-benzofuran-2-yl}ethyl)amine;  
25 N-ethyl-N-propyl-N-(2-{5-[5-(4-morpholinylcarbonyl)-2-pyridinyl]-1-benzofuran-2-yl}ethyl)amine;  
N-allyl-N-(2-{5-[5-(4-morpholinylcarbonyl)-2-pyridinyl]-1-benzofuran-2-yl}ethyl)amine;  
30 3-[(2-{5-[5-(4-morpholinylcarbonyl)-2-pyridinyl]-1-benzofuran-2-yl}ethyl)amino]-1-propanol; and  
N-(2-{5-[5-(4-morpholinylcarbonyl)-2-pyridinyl]-1-benzofuran-2-yl}ethyl)-N-propylamine.

61. A compound according to claim 43 wherein  
A is a covalent bond; and  
R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together  
5 form a heterocycle.

62. A compound according to claim 43 wherein  
A is a covalent bond;  
R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together  
10 form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl,  
morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl,  
2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-  
dioxidothiomorpholinyl; and  
R<sub>8</sub> is cyano.

15 63. A compound according to claim 43 wherein  
A is a covalent bond;  
R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together  
form a heterocycle selected from the group consisting of 1-azepanyl, (3S)-3-  
20 (dimethylamino)pyrrolidinyl, (3R)-3-(dimethylamino)pyrrolidinyl, 1H-imidazol-1-yl, (3R)-3-  
hydroxy-1-pyrrolidinyl, (3S)-3-hydroxy-1-pyrrolidinyl, (2S)-2-(hydroxymethyl)pyrrolidinyl,  
(2R)-2-(hydroxymethyl)pyrrolidinyl, (cis)-2,6-dimethylpiperidinyl, 4-methyl-1-piperidinyl,  
2-methyl-1-piperidinyl, 1-piperidinyl, (2R,5R)-2,5-dimethylpyrrolidinyl, (cis)-2,5-  
25 dimethylpyrrolidinyl, 1-pyrrolidinyl, 2-methyl-1-pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl,  
(2S)-2-methyl-1-pyrrolidinyl, (2R)-2-methyl-5-oxo-1-pyrrolidinyl, (2S)-2-methyl-5-oxo-1-  
pyrrolidinyl, 3,6-dihydro-1(2H)-pyridinyl, (2S)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2R)-2-  
(methoxycarbonyl)-1-pyrrolidinyl, (2S)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-  
30 (fluoromethyl)-1-pyrrolidinyl, (2R)-2-ethyl-1-pyrrolidinyl, 2,2-dimethyl-1-pyrrolidinyl, (2S)-  
2-ethyl-1-pyrrolidinyl 4-morpholinyl, 2-oxa-5-azabicyclo[2.2.1]hept-5-yl, and 1,4-dioxa-8-  
azaspiro[4.5]dec-8-yl; and  
R<sub>8</sub> is cyano.

64. A compound according to claim 43 wherein  
L is alkyl;  
A is a covalent bond;  
R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together  
5 form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl,  
morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl,  
2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-  
dioxidothiomorpholinyl;

10 R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub>, and R<sub>7</sub> are independently selected from the group consisting of hydrogen,  
alkyl, alkylcarbonyl, and halogen;

15 R<sub>8</sub> and R<sub>9</sub> are independently selected from the group consisting of hydrogen, alkoxy,  
alkyl, alkoxy carbonyl, alkylcarbonyl, carboxy, cyano, formyl, halogen, haloalkyl,  
haloalkoxy, hydroxyalkyl, and oximyl;

20 X is selected from the group consisting of CH and CR<sub>X</sub>;  
Y is selected from the group consisting of CH and CR<sub>Y</sub>;  
Z is selected from the group consisting of CH and CR<sub>Z</sub>; and  
R<sub>X</sub>, R<sub>Y</sub>, and R<sub>Z</sub> are independently selected from the group consisting of alkoxy, alkyl,  
alkoxy carbonyl, alkylcarbonyl, carboxy, cyano, formyl, halogen, haloalkyl, haloalkoxy,  
hydroxyalkyl, and oximyl.

25 65. A compound according to claim 43 wherein  
L is alkyl;  
A is a covalent bond;  
R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together  
form a heterocycle selected from the group consisting of 1-azepanyl, (3S)-3-  
(dimethylamino)pyrrolidinyl, (3R)-3-(dimethylamino)pyrrolidinyl, 1H-imidazol-1-yl, (3R)-3-  
hydroxy-1-pyrrolidinyl, (3S)-3-hydroxy-1-pyrrolidinyl, (2S)-2-(hydroxymethyl)pyrrolidinyl,  
(2R)-2-(hydroxymethyl)pyrrolidinyl, (cis)-2,6-dimethylpiperidinyl, 4-methyl-1-piperidinyl,  
2-methyl-1-piperidinyl, 1-piperidinyl, (2R,5R)-2,5-dimethylpyrrolidinyl, (cis)-2,5-  
30 dimethylpyrrolidinyl, 1-pyrrolidinyl, 2-methyl-1-pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl,  
(2S)-2-methyl-1-pyrrolidinyl, (2R)-2-methyl-5-oxo-1-pyrrolidinyl, (2S)-2-methyl-5-oxo-1-  
pyrrolidinyl, 3,6-dihydro-1(2H)-pyridinyl, (2S)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2R)-2-

(methoxycarbonyl)-1-pyrrolidinyl, (2S)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-ethyl-1-pyrrolidinyl, 2,2-dimethyl-1-pyrrolidinyl, (2S)-2-ethyl-1-pyrrolidinyl 4-morpholinyl, 2-oxa-5-azabicyclo[2.2.1]hept-5-yl, and 1,4-dioxa-8-azaspiro[4.5]dec-8-yl;

5 R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub>, and R<sub>7</sub> are independently selected from the group consisting of hydrogen, alkyl, alkylcarbonyl, and halogen;

R<sub>8</sub> and R<sub>9</sub> are independently selected from the group consisting of hydrogen, alkoxy, alkyl, alkoxy carbonyl, alkylcarbonyl, carboxy, cyano, formyl, halogen, haloalkyl, haloalkoxy, hydroxyalkyl, and oximyl;

10 X is selected from the group consisting of CH and CR<sub>X</sub>;

Y is selected from the group consisting of CH and CR<sub>Y</sub>;

Z is selected from the group consisting of CH and CR<sub>Z</sub>; and

R<sub>X</sub>, R<sub>Y</sub>, and R<sub>Z</sub> are independently selected from the group consisting of alkoxy, alkyl, alkoxy carbonyl, alkylcarbonyl, carboxy, cyano, formyl, halogen, haloalkyl, haloalkoxy, hydroxyalkyl, and oximyl.

66. A compound according to claim 65 selected from the group consisting of:

4-{2-[2-(1-pyrrolidinyl)ethyl]-1-benzofuran-5-yl}benzonitrile;

4-{2-[2-(1-piperidinyl)ethyl]-1-benzofuran-5-yl}benzonitrile;

20 4-{2-[2-(2-methyl-1-piperidinyl)ethyl]-1-benzofuran-5-yl}benzonitrile;

4-(2-{2-[(3R)-3-hydroxypyrrolidinyl]ethyl}-1-benzofuran-5-yl)benzonitrile;

4-{2-[2-(1H-imidazol-1-yl)ethyl]-1-benzofuran-5-yl}benzonitrile;

4-(2-{2-[(3S)-3-(dimethylamino)pyrrolidinyl]ethyl}-1-benzofuran-5-yl)benzonitrile;

4-(2-{2-[(2S)-2-(hydroxymethyl)pyrrolidinyl]ethyl}-1-benzofuran-5-yl)benzonitrile;

25 4-(2-{2-[(cis)-2,6-dimethylpiperidinyl]ethyl}-1-benzofuran-5-yl)benzonitrile;

4-{2-[2-(1-azepanyl)ethyl]-1-benzofuran-5-yl}benzonitrile;

4-{2-[2-(4-methyl-1-piperidinyl)ethyl]-1-benzofuran-5-yl}benzonitrile;

4-(2-{2-[2-pyrrolidine methyl carboxylate]ethyl}-1-benzofuran-5-yl)benzonitrile;

4-{2-[2-(3,6-dihydro-1(2H)-pyridinyl)ethyl]-1-benzofuran-5-yl}benzonitrile;

30 4-(2-{2-[(2R)-2-(hydroxymethyl)pyrrolidinyl]ethyl}-1-benzofuran-5-yl)benzonitrile;

4-(2-{2-[(3R)-(dimethylamino)pyrrolidinyl]ethyl}-1-benzofuran-5-yl)benzonitrile;

4-(2-{2-[1-(2S)-2-methylpyrrolidinyl]ethyl}-1-benzofuran-5-yl)benzonitrile;

4-(2-{1-(2-methylpyrrolidinyl)ethyl}-1-benzofuran-5-yl)benzonitrile;  
4-(3-bromo-2-{2-[(2R)-2-methylpyrrolidin-1-yl]ethyl}-1-benzofuran-5-  
yl)benzonitrile;  
2-methyl-4-(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-  
5 yl)benzonitrile;  
3-methyl-4-(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-  
yl)benzonitrile;  
4-(6-methyl-2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-  
10 yl)benzonitrile;  
4-(4-methyl-2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-  
yl)benzonitrile;  
4-(7-methyl-2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-  
15 yl)benzonitrile;  
4-(7-fluoro-2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-  
yl)benzonitrile;  
2-fluoro-4-(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-  
20 yl)benzonitrile;  
3-(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)benzonitrile;  
(2R)-1-{2-[5-(4-fluorophenyl)-1-benzofuran-2-yl]ethyl}-2-methylpyrrolidine;  
25 (2R)-1-{2-[5-(3,4-dichlorophenyl)-1-benzofuran-2-yl]ethyl}-2-methylpyrrolidine;  
(2R)-2-methyl-1-{2-[5-(2-methylphenyl)-1-benzofuran-2-yl]ethyl}pyrrolidine;  
(2R)-2-methyl-1-{2-[5-(3-methylphenyl)-1-benzofuran-2-yl]ethyl}pyrrolidine;  
(2R)-2-methyl-1-{2-[5-(4-methylphenyl)-1-benzofuran-2-yl]ethyl}pyrrolidine;  
4-{2-[2-(2-methylpyrrolidin-1-yl)-ethyl]-benzofuran-5-yl}-benzoic acid methyl ester;  
25 (2R)-1-{2-[5-(2-methoxyphenyl)-1-benzofuran-2-yl]ethyl}-2-methylpyrrolidine;  
(2R)-1-{2-[5-(3-methoxyphenyl)-1-benzofuran-2-yl]ethyl}-2-methylpyrrolidine;  
(2R)-1-{2-[5-(4-methoxyphenyl)-1-benzofuran-2-yl]ethyl}-2-methylpyrrolidine;  
(2R)-1-{2-[5-(3-fluorophenyl)-1-benzofuran-2-yl]ethyl}-2-methylpyrrolidine;  
30 (2R)-1-{2-[5-(2-chlorophenyl)-1-benzofuran-2-yl]ethyl}-2-methylpyrrolidine;  
(2R)-1-{2-[5-(3-chlorophenyl)-1-benzofuran-2-yl]ethyl}-2-methylpyrrolidine;  
1-{2-[5-(4-chlorophenyl)-benzofuran-2-yl]-ethyl}-2-methylpyrrolidine;

(2R)-2-methyl-1-(2-{5-[3-(trifluoromethyl)phenyl]-1-benzofuran-2-yl}ethyl)pyrrolidine;

(2R)-2-methyl-1-(2-{5-[4-(trifluoromethyl)phenyl]-1-benzofuran-2-yl}ethyl)pyrrolidine;

5 (2R)-2-methyl-1-(2-{5-[3-(trifluoromethoxy)phenyl]-1-benzofuran-2-yl}ethyl)pyrrolidine;

(2R)-2-methyl-1-(2-{5-[4-(trifluoromethoxy)phenyl]-1-benzofuran-2-yl}ethyl)pyrrolidine;

(2R)-1-{2-[5-(3,4-dimethylphenyl)-1-benzofuran-2-yl]ethyl}-2-methylpyrrolidine;

10 (2R)-1-{2-[5-(3,5-dichlorophenyl)-1-benzofuran-2-yl]ethyl}-2-methylpyrrolidine;

(2R)-1-{2-[5-(3,5-dimethylphenyl)-1-benzofuran-2-yl]ethyl}-2-methylpyrrolidine;

[4-(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)phenyl]methanol;

1-[3-(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)phenyl]ethanone;

15 1-[3-(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)phenyl]ethanol;

2-[3-(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)phenyl]-2-propanol;

1-[3-(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)phenyl]ethanone

oxime;

20 1-[3-(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)phenyl]ethanone

O-methyloxime;

1-[3-(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)phenyl]ethanone

O-ethyloxime;

1-[3-(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)phenyl]ethanone

O-(tert-butyl)oxime;

25 ethyl 3-(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)benzoate;

3-(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)benzoic acid;

N-methoxy-N-methyl-3-(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)benzamide;

1-[3-(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)phenyl]-1-

30 propanone;

3-methyl-1-[3-(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)phenyl]-1-butanone;

3-*(2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)benzaldehyde;  
[3-*(2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)phenyl]methanol;  
4-(3-bromo-2-*{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)-2-*methylbenzonitrile;**

5 4-(3-chloro-2-*{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-*yl)benzonitrile;  
4-(3,6-dichloro-2-*{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-*yl)benzonitrile;  
10 4-(3-iodo-2-*{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)benzonitrile;*  
4-(2-*{2-[(2R)-2-methyl-5-oxo-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)benzonitrile;*  
4-(3-acetyl-2-*{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-*yl)benzonitrile;

15 4-(2-*{2-[(2R)-2-ethyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)benzonitrile;*  
4-(2-*{2-[(2S)-2-(fluoromethyl)-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)benzonitrile;*  
4-(2-*{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzothien-5-yl)benzonitrile;*  
3-(2-*{3-[(2R)-2-methyl-1-pyrrolidinyl]propyl}-1-benzofuran-5-yl)benzonitrile;*  
3-(2-*{[(2R)-2-methyl-1-pyrrolidinyl]methyl}-1-benzofuran-5-yl)benzonitrile;* and  
3-(2-*{4-[(2R)-2-methyl-1-pyrrolidinyl]butyl}-1-benzofuran-5-yl)benzonitrile;*

20 67. A compound according to claim 43 wherein  
A is a covalent bond;  
L is -CH<sub>2</sub>CH<sub>2</sub>-;  
R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together  
form a heterocycle substituted with 0, 1 or 2 substituents selected from alkyl;  
25 R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub>, R<sub>7</sub>, and R<sub>9</sub> are hydrogen;  
R<sub>8</sub> is cyano;  
X is CH;  
Y is CH; and  
Z is CH.

30 68. A compound according to claim 67 selected from the group consisting of  
4-(2-*{2-[(2S)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)benzonitrile;*

4-(2-{2-[2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)benzonitrile;  
4-(2-{2-[(2S)-2-ethyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)benzonitrile;  
4-(2-{2-[(2R)-2-ethyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)benzonitrile;  
4-(2-{2-[2-ethyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)benzonitrile;  
5 4-(2-{2-[(2R,5R)-2,5-dimethylpyrrolidinyl]ethyl}-1-benzofuran-5-yl)benzonitrile;  
4-(2-{2-[(2S,5S)-2,5-dimethylpyrrolidinyl]ethyl}-1-benzofuran-5-yl)benzonitrile;  
4-(2-{2-[(trans)-2,5-dimethylpyrrolidinyl]ethyl}-1-benzofuran-5-yl)benzonitrile; and  
3-(2-{2-[(2S)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)benzonitrile.

10 69. A compound according to claim 67 that is 4-(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)benzonitrile.

15 70. A compound according to claim 43 wherein

L is -CH<sub>2</sub>CH<sub>2</sub>-;

A is a covalent bond;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl, morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-dioxidothiomorpholinyl;

20 R<sub>3</sub> is heterocycle;

R<sub>4</sub>, R<sub>5</sub>, R<sub>7</sub> and R<sub>9</sub> are hydrogen;

R<sub>8</sub> is cyano;

X is CH;

25 Y is CH; and

Z is CH.

71. A compound according to claim 43 wherein

L is -CH<sub>2</sub>CH<sub>2</sub>-;

30 A is a covalent bond;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of 1-azepanyl, (3S)-3-

(dimethylamino)pyrrolidinyl, (3R)-3-(dimethylamino)pyrrolidinyl, 1H-imidazol-1-yl, (3R)-3-hydroxy-1-pyrrolidinyl, (3S)-3-hydroxy-1-pyrrolidinyl, (2S)-2-(hydroxymethyl)pyrrolidinyl, (2R)-2-(hydroxymethyl)pyrrolidinyl, (cis)-2,6-dimethylpiperidinyl, 4-methyl-1-piperidinyl, 2-methyl-1-piperidinyl, 1-piperidinyl, (2R,5R)-2,5-dimethylpyrrolidinyl, (cis)-2,5-

5 dimethylpyrrolidinyl, 1-pyrrolidinyl, 2-methyl-1-pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, (2S)-2-methyl-1-pyrrolidinyl, (2R)-2-methyl-5-oxo-1-pyrrolidinyl, (2S)-2-methyl-5-oxo-1-pyrrolidinyl, 3,6-dihydro-1(2H)-pyridinyl, (2S)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2R)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2S)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-ethyl-1-pyrrolidinyl, 2,2-dimethyl-1-pyrrolidinyl, (2S)-

10 2-ethyl-1-pyrrolidinyl 4-morpholiny, 2-oxa-5-azabicyclo[2.2.1]hept-5-yl, and 1,4-dioxa-8-azaspiro[4.5]dec-8-yl;

R<sub>3</sub> is heterocycle;

R<sub>4</sub>, R<sub>5</sub>, R<sub>7</sub> and R<sub>9</sub> are hydrogen;

R<sub>8</sub> is cyano;

X is CH;

Y is CH; and

Z is CH.

72. A compound according to claim 43 wherein

20 L is -CH<sub>2</sub>CH<sub>2</sub>-;

A is a covalent bond;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle (2R)-2-methyl-1-pyrrolidinyl;

25 R<sub>3</sub> is a heterocycle selected from the group consisting of 2-furyl, 3-pyridinyl, and 2-thienyl wherein the heterocycle is substituted with 0, 1, or 2 substituents selected from the group consisting of hydrogen, alkoxy, alkyl, alkoxy carbonyl, alkyl carbonyl, carboxy, cyano, formyl, halogen, haloalkyl, haloalkoxy, hydroxyalkyl, and oximyl;

R<sub>4</sub>, R<sub>5</sub>, R<sub>7</sub> and R<sub>9</sub> are hydrogen;

R<sub>8</sub> is cyano;

30 X is CH;

Y is CH; and

Z is CH.

73. A compound according to claim 72 selected from the group consisting of  
4-(3-(2-furyl)-2-{2-[(2R)-2-methylpyrrolidin-1-yl]ethyl}-1-benzofuran-5-  
yl)benzonitrile;  
5 4-[2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-3-(3-pyridinyl)-1-benzofuran-5-  
yl]benzonitrile;  
4-[2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-3-(3-thienyl)-1-benzofuran-5-  
yl]benzonitrile; and  
10 4-(3-(2-formyl-3-thienyl)-2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-  
yl)benzonitrile.

74. A compound according to claim 43 wherein  
A is a covalent bond;  
R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together  
15 form a heterocycle;  
R<sub>8</sub> is cyano;  
X is N;  
Y is CH; and  
Z is CH.

20 75. A compound according to claim 43 wherein  
A is a covalent bond;  
R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together  
form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl,  
25 morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl,  
2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-  
dioxidothiomorpholinyl;  
R<sub>8</sub> is cyano;  
X is N;  
30 Y is CH; and  
Z is CH.

76. A compound according to claim 43 wherein

A is a covalent bond;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of 1-azepanyl, (3S)-3-

(dimethylamino)pyrrolidinyl, (3R)-3-(dimethylamino)pyrrolidinyl, 1H-imidazol-1-yl, (3R)-3-hydroxy-1-pyrrolidinyl, (3S)-3-hydroxy-1-pyrrolidinyl, (2S)-2-(hydroxymethyl)pyrrolidinyl, (2R)-2-(hydroxymethyl)pyrrolidinyl, (cis)-2,6-dimethylpiperidinyl, 4-methyl-1-piperidinyl, 2-methyl-1-piperidinyl, 1-piperidinyl, (2R,5R)-2,5-dimethylpyrrolidinyl, (cis)-2,5-dimethylpyrrolidinyl, 1-pyrrolidinyl, 2-methyl-1-pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, (2S)-2-methyl-1-pyrrolidinyl, (2R)-2-methyl-5-oxo-1-pyrrolidinyl, (2S)-2-methyl-5-oxo-1-pyrrolidinyl, 3,6-dihydro-1(2H)-pyridinyl, (2S)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2R)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2S)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-ethyl-1-pyrrolidinyl, 2,2-dimethyl-1-pyrrolidinyl, (2S)-2-ethyl-1-pyrrolidinyl 4-morpholinyl, 2-oxa-5-azabicyclo[2.2.1]hept-5-yl, and 1,4-dioxa-8-azaspiro[4.5]dec-8-yl;

R<sub>8</sub> is cyano;

X is N;

Y is CH; and

Z is CH.

20

77. A compound according to claim 43 wherein

A is a covalent bond;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle; and

25

R<sub>8</sub> is heterocyclecarbonyl.

78. A compound according to claim 43 wherein

A is a covalent bond ;

30

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl, morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl,

2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-dioxidothiomorpholinyl; and

R<sub>8</sub> is heterocyclecarbonyl wherein the heterocycle of heterocyclecarbonyl is selected from the group consisting of azetidinyl, morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-dioxidothiomorpholinyl.

79. A compound according to claim 43 wherein

A is a covalent bond ;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl, morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-dioxidothiomorpholinyl; and

R<sub>8</sub> is heterocyclecarbonyl wherein the heterocycle of heterocyclecarbonyl is selected from the group consisting of 1-azetidinyl, 4-morpholinyl, 1-piperazinyl, 1-piperidinyl, 3-pyridinyl, 1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, 1-pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, 4-thiomorpholinyl, and 1,1-dioxidothiomorpholin-4-yl.

80. A compound according to claim 43 wherein

A is a covalent bond ;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of 1-azepanyl, (3S)-3-(dimethylamino)pyrrolidinyl, (3R)-3-(dimethylamino)pyrrolidinyl, 1H-imidazol-1-yl, (3R)-3-hydroxy-1-pyrrolidinyl, (3S)-3-hydroxy-1-pyrrolidinyl, (2S)-2-(hydroxymethyl)pyrrolidinyl, (2R)-2-(hydroxymethyl)pyrrolidinyl, (cis)-2,6-dimethylpiperidinyl, 4-methyl-1-piperidinyl, 2-methyl-1-piperidinyl, 1-piperidinyl, (2R,5R)-2,5-dimethylpyrrolidinyl, (cis)-2,5-dimethylpyrrolidinyl, 1-pyrrolidinyl, 2-methyl-1-pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, (2S)-2-methyl-1-pyrrolidinyl, (2R)-2-methyl-5-oxo-1-pyrrolidinyl, (2S)-2-methyl-5-oxo-1-pyrrolidinyl, 3,6-dihydro-1(2H)-pyridinyl, (2S)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2R)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2S)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-ethyl-1-pyrrolidinyl, 2,2-dimethyl-1-pyrrolidinyl, (2S)-

2-ethyl-1-pyrrolidinyl 4-morpholiny, 2-oxa-5-azabicyclo[2.2.1]hept-5-yl, and 1,4-dioxa-8-azaspiro[4.5]dec-8-yl; and

R<sub>8</sub> is heterocyclecarbonyl wherein the heterocycle of heterocyclecarbonyl is selected from the group consisting of azetidinyl, morpholiny, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholiny, and 1,1-dioxidothiomorpholiny.

81. A compound according to claim 43 wherein

A is a covalent bond;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of 1-azepanyl, (3S)-3-(dimethylamino)pyrrolidinyl, (3R)-3-(dimethylamino)pyrrolidinyl, 1H-imidazol-1-yl, (3R)-3-hydroxy-1-pyrrolidinyl, (3S)-3-hydroxy-1-pyrrolidinyl, (2S)-2-(hydroxymethyl)pyrrolidinyl, (2R)-2-(hydroxymethyl)pyrrolidinyl, (cis)-2,6-dimethylpiperidinyl, 4-methyl-1-piperidinyl, 2-methyl-1-piperidinyl, 1-piperidinyl, (2R,5R)-2,5-dimethylpyrrolidinyl, (cis)-2,5-dimethylpyrrolidinyl, 1-pyrrolidinyl, 2-methyl-1-pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, (2S)-2-methyl-1-pyrrolidinyl, (2R)-2-methyl-5-oxo-1-pyrrolidinyl, (2S)-2-methyl-5-oxo-1-pyrrolidinyl, 3,6-dihydro-1(2H)-pyridinyl, (2S)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2R)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2S)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-ethyl-1-pyrrolidinyl, 2,2-dimethyl-1-pyrrolidinyl, (2S)-2-ethyl-1-pyrrolidinyl 4-morpholiny, 2-oxa-5-azabicyclo[2.2.1]hept-5-yl, and 1,4-dioxa-8-azaspiro[4.5]dec-8-yl; and

R<sub>8</sub> is heterocyclecarbonyl wherein the heterocycle of heterocyclecarbonyl is selected from the group consisting of 1-azetidinyl, 4-morpholiny, 1-piperazinyl, 1-piperidinyl, 3-pyridinyl, 1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, 1-pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, 4-thiomorpholiny, and 1,1-dioxidothiomorpholiny.

82. A compound according to claim 43 wherein

A is a covalent bond;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl, morpholiny, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl,

2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholiny, and 1,1-dioxidothiomorpholiny; and

R<sub>8</sub> is heterocyclecarbonyl wherein the heterocycle of heterocyclecarbonyl is 4-morpholiny.

5

83. A compound according to claim 43 wherein

A is a covalent bond;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of 1-azepanyl, (3S)-3-

(dimethylamino)pyrrolidinyl, (3R)-3-(dimethylamino)pyrrolidinyl, 1H-imidazol-1-yl, (3R)-3-hydroxy-1-pyrrolidinyl, (3S)-3-hydroxy-1-pyrrolidinyl, (2S)-2-(hydroxymethyl)pyrrolidinyl, (2R)-2-(hydroxymethyl)pyrrolidinyl, (cis)-2,6-dimethylpiperidinyl, 4-methyl-1-piperidinyl, 2-methyl-1-piperidinyl, 1-piperidinyl, (2R,5R)-2,5-dimethylpyrrolidinyl, (cis)-2,5-dimethylpyrrolidinyl, 1-pyrrolidinyl, 2-methyl-1-pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, (2S)-2-methyl-1-pyrrolidinyl, (2R)-2-methyl-5-oxo-1-pyrrolidinyl, (2S)-2-methyl-5-oxo-1-pyrrolidinyl, 3,6-dihydro-1(2H)-pyridinyl, (2S)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2R)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2S)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-ethyl-1-pyrrolidinyl, 2,2-dimethyl-1-pyrrolidinyl, (2S)-2-ethyl-1-pyrrolidinyl 4-morpholiny, 2-oxa-5-azabicyclo[2.2.1]hept-5-yl, and 1,4-dioxa-8-azaspiro[4.5]dec-8-yl; and

R<sub>8</sub> is heterocyclecarbonyl wherein the heterocycle of heterocyclecarbonyl is 4-morpholiny.

84. A compound according to claim 43 wherein

25 L is -CH<sub>2</sub>CH<sub>2</sub>-;

A is a covalent bond;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl, morpholiny, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholiny, and 1,1-dioxidothiomorpholiny;

R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub>, R<sub>7</sub> and R<sub>9</sub> are hydrogen;

R<sub>8</sub> is heterocyclecarbonyl wherein the heterocycle of heterocyclecarbonyl is 4-morpholinyl;

X is CH;

Y is CH; and

5 Z is CH.

85. A compound according to claim 43 wherein

L is -CH<sub>2</sub>CH<sub>2</sub>-;

A is a covalent bond;

10 R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of 1-azepanyl, (3S)-3-(dimethylamino)pyrrolidinyl, (3R)-3-(dimethylamino)pyrrolidinyl, 1H-imidazol-1-yl, (3R)-3-hydroxy-1-pyrrolidinyl, (3S)-3-hydroxy-1-pyrrolidinyl, (2S)-2-(hydroxymethyl)pyrrolidinyl, (2R)-2-(hydroxymethyl)pyrrolidinyl, (cis)-2,6-dimethylpiperidinyl, 4-methyl-1-piperidinyl, 2-methyl-1-piperidinyl, 1-piperidinyl, (2R,5R)-2,5-dimethylpyrrolidinyl, (cis)-2,5-dimethylpyrrolidinyl, 1-pyrrolidinyl, 2-methyl-1-pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, (2S)-2-methyl-1-pyrrolidinyl, (2R)-2-methyl-5-oxo-1-pyrrolidinyl, (2S)-2-methyl-5-oxo-1-pyrrolidinyl, 3,6-dihydro-1(2H)-pyridinyl, (2S)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2R)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2S)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-ethyl-1-pyrrolidinyl, 2,2-dimethyl-1-pyrrolidinyl, (2S)-2-ethyl-1-pyrrolidinyl 4-morpholinyl, 2-oxa-5-azabicyclo[2.2.1]hept-5-yl, and 1,4-dioxa-8-azaspiro[4.5]dec-8-yl;

20 R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub>, R<sub>7</sub> and R<sub>9</sub> are hydrogen;

25 R<sub>8</sub> is heterocyclecarbonyl wherein the heterocycle of heterocyclecarbonyl is 4-morpholinyl;

X is CH;

Y is CH; and

Z is CH.

30 86. A compound according to claim 85 selected from the group consisting of:

4-(4-{2-[2-(2-methyl-1-pyrrolidinyl)ethyl]-1-benzofuran-5-yl}benzoyl)morpholine;

4-(4-{2-[2-(1-piperidinyl)ethyl]-1-benzofuran-5-yl}benzoyl)morpholine;

4-(4-{2-[2-(2-methyl-1-piperidinyl)ethyl]-1-benzofuran-5-yl}benzoyl)morpholine;  
(3R)-1-(2-{5-[4-(4-morpholinylcarbonyl)phenyl]-1-benzofuran-2-yl}ethyl)-3-  
pyrrolidinol;  
4-[4-(2-{2-[2R,5R]-2,5-dimethylpyrrolidinyl}ethyl]-1-benzofuran-5-  
yl)benzoyl]morpholine;  
4-[4-(2-{2-[(cis)-2,6-dimethylpiperidinyl}ethyl]-1-benzofuran-5-  
yl)benzoyl]morpholine;  
4-(4-{2-[2-(azepinyl)ethyl]-1-benzofuran-5-yl}benzoyl)morpholine;  
4-(4-{2-[2-(4-methyl-1-piperidinyl)ethyl]-1-benzofuran-5-yl}benzoyl)morpholine;  
4-(4-{2-[2-(4-morpholine)ethyl]-1-benzofuran-5-yl}benzoyl)morpholine;  
4-(4-{2-[2-(3,6-dihydro-1(2H)-pyridinyl)ethyl]-1-benzofuran-5-  
yl}benzoyl)morpholine; and  
4-(4-{2-[2-(2S)-pyrrolidinylmethanol}ethyl]-1-benzofuran-5-yl}benzoyl)morpholine.

15 87. A compound according to claim 43 wherein  
A is a covalent bond;  
R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together  
form a heterocycle;

R<sub>8</sub> is heterocyclecarbonyl;  
20 X is N;  
Y is CH; and  
Z is CH.

25 88. A compound according to claim 43 wherein  
L is -CH<sub>2</sub>CH<sub>2</sub>-;  
A is a covalent bond ;  
R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together  
form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl,  
morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl,  
30 2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-  
dioxidothiomorpholinyl;

R<sub>8</sub> is heterocyclecarbonyl wherein the heterocycle of heterocyclecarbonyl is selected from the group consisting of azetidinyl, morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-dioxidothiomorpholinyl;

5 X is N;

Y is CH; and

Z is CH.

89. A compound according to claim 43 wherein

10 L is -CH<sub>2</sub>CH<sub>2</sub>-;

A is a covalent bond ;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl, morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-dioxidothiomorpholinyl;

R<sub>8</sub> is heterocyclecarbonyl wherein the heterocycle of heterocyclecarbonyl is selected from the group consisting of 1-azetidinyl, 4-morpholinyl, 1-piperazinyl, 1-piperidinyl, 3-pyridinyl, 1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, 1-pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, 4-thiomorpholinyl, and 1,1-dioxidothiomorpholin-4-yl;

20 X is N;

Y is CH; and

Z is CH.

25 90. A compound according to claim 43 wherein

L is -CH<sub>2</sub>CH<sub>2</sub>-;

A is a covalent bond ;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of 1-azepanyl, (3S)-3-(dimethylamino)pyrrolidinyl, (3R)-3-(dimethylamino)pyrrolidinyl, 1H-imidazol-1-yl, (3R)-3-hydroxy-1-pyrrolidinyl, (3S)-3-hydroxy-1-pyrrolidinyl, (2S)-2-(hydroxymethyl)pyrrolidinyl, (2R)-2-(hydroxymethyl)pyrrolidinyl, (cis)-2,6-dimethylpiperidinyl, 4-methyl-1-piperidinyl,

2-methyl-1-piperidinyl, 1-piperidinyl, (2R,5R)-2,5-dimethylpyrrolidinyl, (cis)-2,5-dimethylpyrrolidinyl, 1-pyrrolidinyl, 2-methyl-1-pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, (2S)-2-methyl-1-pyrrolidinyl, (2R)-2-methyl-5-oxo-1-pyrrolidinyl, (2S)-2-methyl-5-oxo-1-pyrrolidinyl, 3,6-dihydro-1(2H)-pyridinyl, (2S)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2R)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2S)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-ethyl-1-pyrrolidinyl, 2,2-dimethyl-1-pyrrolidinyl, (2S)-2-ethyl-1-pyrrolidinyl 4-morpholinyl, 2-oxa-5-azabicyclo[2.2.1]hept-5-yl, and 1,4-dioxa-8-azaspiro[4.5]dec-8-yl;

R<sub>8</sub> is heterocyclecarbonyl wherein the heterocycle of heterocyclecarbonyl is selected from the group consisting of 1-azetidinyl, 4-morpholinyl, 1-piperazinyl, 1-piperidinyl, 3-pyridinyl, 1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, 1-pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, 4-thiomorpholinyl, and 1,1-dioxidothiomorpholin-4-yl.;

X is N;

Y is CH; and

Z is CH.

91. A compound according to claim 43 wherein

L is -CH<sub>2</sub>CH<sub>2</sub>-;

A is a covalent bond;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl, morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-dioxidothiomorpholinyl;

R<sub>8</sub> is heterocyclecarbonyl wherein the heterocycle of heterocyclecarbonyl is 4-morpholinyl;

X is N;

Y is CH; and

Z is CH.

92. A compound according to claim 43 wherein

L is -CH<sub>2</sub>CH<sub>2</sub>-;

A is a covalent bond;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of 1-azepanyl, (3S)-3-(dimethylamino)pyrrolidinyl, (3R)-3-(dimethylamino)pyrrolidinyl, 1H-imidazol-1-yl, (3R)-3-hydroxy-1-pyrrolidinyl, (3S)-3-hydroxy-1-pyrrolidinyl, (2S)-2-(hydroxymethyl)pyrrolidinyl, (2R)-2-(hydroxymethyl)pyrrolidinyl, (cis)-2,6-dimethylpiperidinyl, 4-methyl-1-piperidinyl, 2-methyl-1-piperidinyl, 1-piperidinyl, (2R,5R)-2,5-dimethylpyrrolidinyl, (cis)-2,5-dimethylpyrrolidinyl, 1-pyrrolidinyl, 2-methyl-1-pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, (2S)-2-methyl-1-pyrrolidinyl, (2R)-2-methyl-5-oxo-1-pyrrolidinyl, (2S)-2-methyl-5-oxo-1-pyrrolidinyl, 3,6-dihydro-1(2H)-pyridinyl, (2S)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2R)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2S)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-ethyl-1-pyrrolidinyl, 2,2-dimethyl-1-pyrrolidinyl, (2S)-2-ethyl-1-pyrrolidinyl 4-morpholinyl, 2-oxa-5-azabicyclo[2.2.1]hept-5-yl, and 1,4-dioxa-8-azaspiro[4.5]dec-8-yl;

R<sub>8</sub> is heterocyclecarbonyl wherein the heterocycle of heterocyclecarbonyl is 4-morpholinyl;

X is N;

Y is CH; and

Z is CH.

93. A compound according to claim 43 wherein

L is -CH<sub>2</sub>CH<sub>2</sub>-;

A is a covalent bond;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl, morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-dioxidothiomorpholinyl;

R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub>, R<sub>7</sub> and R<sub>9</sub> are hydrogen;

R<sub>8</sub> is heterocyclecarbonyl wherein the heterocycle of heterocyclecarbonyl is 4-morpholinyl;

X is N;

Y is CH; and

Z is CH.

94. A compound according to claim 43 wherein

5 L is -CH<sub>2</sub>CH<sub>2</sub>-;

A is a covalent bond;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of 1-azepanyl, (3S)-3-(dimethylamino)pyrrolidinyl, (3R)-3-(dimethylamino)pyrrolidinyl, 1H-imidazol-1-yl, (3R)-3-hydroxy-1-pyrrolidinyl, (3S)-3-hydroxy-1-pyrrolidinyl, (2S)-2-(hydroxymethyl)pyrrolidinyl, (2R)-2-(hydroxymethyl)pyrrolidinyl, (cis)-2,6-dimethylpiperidinyl, 4-methyl-1-piperidinyl, 2-methyl-1-piperidinyl, 1-piperidinyl, (2R,5R)-2,5-dimethylpyrrolidinyl, (cis)-2,5-dimethylpyrrolidinyl, 1-pyrrolidinyl, 2-methyl-1-pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, (2S)-2-methyl-1-pyrrolidinyl, (2R)-2-methyl-5-oxo-1-pyrrolidinyl, (2S)-2-methyl-5-oxo-1-pyrrolidinyl, 3,6-dihydro-1(2H)-pyridinyl, (2S)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2R)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2S)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-ethyl-1-pyrrolidinyl, 2,2-dimethyl-1-pyrrolidinyl, (2S)-2-ethyl-1-pyrrolidinyl 4-morpholinyl, 2-oxa-5-azabicyclo[2.2.1]hept-5-yl, and 1,4-dioxa-8-azaspiro[4.5]dec-8-yl;

20 R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub>, R<sub>7</sub> and R<sub>9</sub> are hydrogen;

R<sub>8</sub> is heterocyclecarbonyl wherein the heterocycle of heterocyclecarbonyl is 4-morpholinyl;

X is N;

Y is CH; and

25 Z is CH.

95. A compound according to claim 94 selected from the group consisting of:

4-[(6-{2-[2-(1-pyrrolidinyl)ethyl]-1-benzofuran-5-yl}-3-pyridinyl)carbonyl]morpholine;

30 4-{[6-(2-{2-[(2R)-methylpyrrolidinyl]ethyl}-1-benzofuran-5-yl)-3-pyridinyl]carbonyl}morpholine;

4-[(6-{2-[2-(1-piperidinyl)ethyl]-1-benzofuran-5-yl}-3-pyridinyl)carbonyl]morpholine;  
(3R)-1-(2-{5-[5-(4-morpholinylcarbonyl)-2-pyridinyl]-1-benzofuran-2-yl}ethyl)-3-pyrrolidinol;  
5 4-{{6-(2-{2-[(2R,5R)-2,5-dimethylpyrrolidinyl]ethyl}-1-benzofuran-5-yl)-3-pyridinyl}carbonyl}morpholine;  
4-{{6-(2-{2-[(cis)-2,6-dimethylpiperidinyl]ethyl}-1-benzofuran-5-yl)-3-pyridinyl}carbonyl}morpholine;  
10 4-{{6-(2-{2-[1-azepanyl]ethyl}-1-benzofuran-5-yl)-3-pyridinyl}carbonyl}morpholine;  
4-[(6-{2-[2-(4-methyl-1-piperidinyl)ethyl]-1-benzofuran-5-yl}-3-pyridinyl)carbonyl]morpholine;  
15 4-[(6-{2-[2-(4-morpholinyl)ethyl]-1-benzofuran-5-yl}-3-pyridinyl)carbonyl]morpholine;  
8-(2-{5-[5-(4-morpholinylcarbonyl)-2-pyridinyl]-1-benzofuran-2-yl}ethyl)-1,4-dioxa-8-azaspiro[4.5]decane;  
5-(2-{5-[5-(4-morpholinylcarbonyl)-2-pyridinyl]-1-benzofuran-2-yl}ethyl)-2-oxa-5-azabicyclo[2.2.1]heptane; and  
20 (2S)-1-(2-{5-[5-(4-morpholinylcarbonyl)-2-pyridinyl]-1-benzofuran-2-yl}ethyl)-2-pyrrolidinol.

96. A compound according to claim 43 wherein  
A is carbonyl;  
R<sub>1</sub> and R<sub>2</sub> are each independently selected from the group consisting of hydrogen, alkyl, hydroxyalkyl, alkenyl and alkynyl; and  
25 R<sub>8</sub> is selected from the group consisting of cyano and heterocyclecarbonyl.

97. A compound according to claim 43 wherein  
A is carbonyl;  
R<sub>1</sub> and R<sub>2</sub> are each independently selected from the group consisting of hydrogen, alkyl, hydroxyalkyl, alkenyl and alkynyl; and  
30 R<sub>8</sub> is selected from the group consisting of cyano and heterocyclecarbonyl wherein the heterocycle of heterocyclecarbonyl is selected from the group consisting of azetidinyl,

morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-dioxidothiomorpholinyl.

98. A compound according to claim 43 wherein

5 A is carbonyl;

R<sub>1</sub> and R<sub>2</sub> are each independently selected from the group consisting of hydrogen, alkyl, hydroxyalkyl, alkenyl and alkynyl; and

10 R<sub>8</sub> is selected from the group consisting of cyano and heterocyclecarbonyl wherein the heterocycle of heterocyclecarbonyl is selected from the group consisting of 1-azetidinyl, 4-morpholinyl, 1-piperazinyl, 1-piperidinyl, 3-pyridinyl, 1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, 1-pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, 4-thiomorpholinyl, and 1,1-dioxidothiomorpholin-4-yl.

99. A compound according to claim 43 wherein

15 A is carbonyl;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle; and

R<sub>8</sub> is selected from the group consisting of cyano and heterocyclecarbonyl.

20 100. A compound according to claim 43 wherein

A is carbonyl;

25 R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl, morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-dioxidothiomorpholinyl; and

30 R<sub>8</sub> is selected from the group consisting of cyano and heterocyclecarbonyl wherein the heterocycle of heterocyclecarbonyl is selected from the group consisting of azetidinyl, morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-dioxidothiomorpholinyl.

101. A compound according to claim 43 wherein

A is carbonyl;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl, morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, 5 2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-dioxidothiomorpholinyl; and

R<sub>8</sub> is selected from the group consisting of cyano and heterocyclecarbonyl wherein the heterocycle of heterocyclecarbonyl is selected from the group consisting of 1-azetidinyl, 10 4-morpholinyl, 1-piperazinyl, 1-piperidinyl, 3-pyridinyl, 1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, 1-pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, 4-thiomorpholinyl, and 1,1-dioxidothiomorpholin-4-yl.

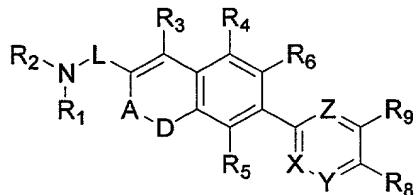
102. A compound according to claim 43 wherein

A is carbonyl;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of 1-azepanyl, (3S)-3-(dimethylamino)pyrrolidinyl, (3R)-3-(dimethylamino)pyrrolidinyl, 1H-imidazol-1-yl, (3R)-3-hydroxy-1-pyrrolidinyl, (3S)-3-hydroxy-1-pyrrolidinyl, (2S)-2-(hydroxymethyl)pyrrolidinyl, 15 (2R)-2-(hydroxymethyl)pyrrolidinyl, (cis)-2,6-dimethylpiperidinyl, 4-methyl-1-piperidinyl, (2R)-2-methyl-1-piperidinyl, 1-piperidinyl, (2R,5R)-2,5-dimethylpyrrolidinyl, (cis)-2,5-dimethylpyrrolidinyl, 20 1-pyrrolidinyl, 2-methyl-1-pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, (2S)-2-methyl-1-pyrrolidinyl, (2R)-2-methyl-5-oxo-1-pyrrolidinyl, (2S)-2-methyl-5-oxo-1-pyrrolidinyl, 3,6-dihydro-1(2H)-pyridinyl, (2S)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2R)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2S)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-ethyl-1-pyrrolidinyl, 22 2,2-dimethyl-1-pyrrolidinyl, (2S)-2-ethyl-1-pyrrolidinyl, 4-morpholinyl, 2-oxa-5-azabicyclo[2.2.1]hept-5-yl, and 1,4-dioxa-8-azaspiro[4.5]dec-8-yl; and

R<sub>8</sub> is selected from the group consisting of cyano and heterocyclecarbonyl wherein the heterocycle of heterocyclecarbonyl is selected from the group consisting of 1-azetidinyl, 30 4-morpholinyl, 1-piperazinyl, 1-piperidinyl, 3-pyridinyl, 1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, 1-pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, 4-thiomorpholinyl, and 1,1-dioxidothiomorpholin-4-yl.

103. A compound according to claim 1 of formula (III)



(III),

5 or a pharmaceutical acceptable salt, ester, amide, or prodrug thereof, wherein

R<sub>6</sub> is selected from the group consisting of hydrogen, alkoxy, alkoxycarbonyl, alkyl, alkylcarbonyl, alkylcarbonyloxy, alkylsulfinyl, alkylsulfonyl, alkylthio, carboxy, carboxyalkyl, cyano, cyanoalkyl, formyl, halogen, haloalkoxy, haloalkyl, hydroxy, hydroxyalkyl, mercapto, nitro, -NR<sub>A</sub>R<sub>B</sub>, (NR<sub>A</sub>R<sub>B</sub>)alkyl, (NR<sub>A</sub>R<sub>B</sub>)carbonyl and (NR<sub>A</sub>R<sub>B</sub>)sulfonyl;

R<sub>8</sub> is selected from the group consisting of hydrogen, alkylcarbonyl, arylcarbonyl, cyano, cycloalkylcarbonyl, heterocyclecarbonyl and (NR<sub>A</sub>R<sub>B</sub>)carbonyl;

R<sub>9</sub> is selected from the group consisting of hydrogen, alkoxy, alkoxycarbonyl, alkyl, alkylcarbonyl, alkylcarbonyloxy, alkylsulfinyl, alkylsulfonyl, alkylthio, carboxy, carboxyalkyl, cyano, cyanoalkyl, formyl, halogen, haloalkoxy, haloalkyl, hydroxy, hydroxyalkyl, mercapto, nitro, -NR<sub>A</sub>R<sub>B</sub>, (NR<sub>A</sub>R<sub>B</sub>)alkyl, (NR<sub>A</sub>R<sub>B</sub>)carbonyl and (NR<sub>A</sub>R<sub>B</sub>)sulfonyl;

X is selected from the group consisting of CH, CR<sub>X</sub> and N;

Y is selected from the group consisting of CH, CR<sub>Y</sub> and N;

20 Z is selected from the group consisting of CH, CR<sub>Z</sub> and N; and

R<sub>X</sub>, R<sub>Y</sub> and R<sub>Z</sub> are each independently selected from the group consisting of alkoxy, alkoxycarbonyl, alkyl, alkylcarbonyl, alkylcarbonyloxy, alkylsulfinyl, alkylsulfonyl, alkylthio, carboxy, carboxyalkyl, cyano, cyanoalkyl, formyl, halogen, haloalkoxy, haloalkyl, hydroxy, hydroxyalkyl, mercapto, nitro, -NR<sub>A</sub>R<sub>B</sub>, (NR<sub>A</sub>R<sub>B</sub>)alkyl, (NR<sub>A</sub>R<sub>B</sub>)carbonyl and (NR<sub>A</sub>R<sub>B</sub>)sulfonyl.

25 104. A compound according to claim 103 wherein A is a covalent bond.

105. A compound according to claim 103 wherein

A is a covalent bond;

R<sub>1</sub> and R<sub>2</sub> are each independently selected from the group consisting of hydrogen, alkyl, hydroxyalkyl, alkenyl and alkynyl; and

R<sub>8</sub> is selected from the group consisting of cyano and heterocyclecarbonyl.

5

106. A compound according to claim 103 wherein

A is a covalent bond;

R<sub>1</sub> and R<sub>2</sub> are each independently selected from the group consisting of hydrogen, alkyl, hydroxyalkyl, alkenyl and alkynyl; and

10 R<sub>8</sub> is selected from the group consisting of cyano and heterocyclecarbonyl wherein the heterocycle of heterocyclecarbonyl is selected from the group consisting of azetidinyl, morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, 1-pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-dioxidothiomorpholinyl.

15 107. A compound according to claim 103 wherein

A is a covalent bond;

R<sub>1</sub> and R<sub>2</sub> are each independently selected from the group consisting of hydrogen, alkyl, hydroxyalkyl, alkenyl and alkynyl; and

20 R<sub>8</sub> is selected from the group consisting of cyano and heterocyclecarbonyl wherein the heterocycle of heterocyclecarbonyl is selected from the group consisting of 1-azetidinyl, 4-morpholinyl, 1-piperazinyl, 1-piperidinyl, 3-pyridinyl, 1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, 1-pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, 4-thiomorpholinyl, and 1,1-dioxidothiomorpholin-4-yl.

25 108. A compound according to claim 103 wherein

A is a covalent bond;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle; and

30 R<sub>8</sub> is selected from the group consisting of cyano and heterocyclecarbonyl.

109. A compound according to claim 103 wherein

A is a covalent bond;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl, morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-dioxidothiomorpholinyl; and

R<sub>8</sub> is selected from the group consisting of cyano and heterocyclecarbonyl wherein the heterocycle of heterocyclecarbonyl is selected from the group consisting of 1-azetidinyl, 4-morpholinyl, 1-piperazinyl, 1-piperidinyl, 3-pyridinyl, 1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, 1-pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, 4-thiomorpholinyl, and 1,1-dioxidothiomorpholin-4-yl.

110. A compound according to claim 103 wherein

A is a covalent bond;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of 1-azepanyl, (3S)-3-(dimethylamino)pyrrolidinyl, (3R)-3-(dimethylamino)pyrrolidinyl, 1H-imidazol-1-yl, (3R)-3-hydroxy-1-pyrrolidinyl, (3S)-3-hydroxy-1-pyrrolidinyl, (2S)-2-(hydroxymethyl)pyrrolidinyl, (2R)-2-(hydroxymethyl)pyrrolidinyl, (cis)-2,6-dimethylpiperidinyl, 4-methyl-1-piperidinyl, 2-methyl-1-piperidinyl, 1-piperidinyl, (2R,5R)-2,5-dimethylpyrrolidinyl, (cis)-2,5-dimethylpyrrolidinyl, 1-pyrrolidinyl, 2-methyl-1-pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, (2S)-2-methyl-1-pyrrolidinyl, (2R)-2-methyl-5-oxo-1-pyrrolidinyl, (2S)-2-methyl-5-oxo-1-pyrrolidinyl, 3,6-dihydro-1(2H)-pyridinyl, (2S)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2R)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2S)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-ethyl-1-pyrrolidinyl, 2,2-dimethyl-1-pyrrolidinyl, (2S)-2-ethyl-1-pyrrolidinyl 4-morpholinyl, 2-oxa-5-azabicyclo[2.2.1]hept-5-yl, and 1,4-dioxa-8-azaspiro[4.5]dec-8-yl; and

R<sub>8</sub> is selected from the group consisting of cyano and heterocyclecarbonyl wherein the heterocycle of heterocyclecarbonyl is selected from the group consisting of 1-azetidinyl, 4-morpholinyl, 1-piperazinyl, 1-piperidinyl, 3-pyridinyl, 1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, 1-pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, 4-thiomorpholinyl, and 1,1-dioxidothiomorpholin-4-yl.

111. A compound according to claim 110 that is 4-(2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl)-1-benzofuran-6-yl)benzonitrile.

112. A compound according to claim 103 wherein A is carbonyl.

5

113. A compound according to claim 103 wherein  
A is carbonyl;

R<sub>1</sub> and R<sub>2</sub> are each independently selected from the group consisting of hydrogen, alkyl, hydroxyalkyl, alkenyl and alkynyl; and

10 R<sub>8</sub> is cyano.

114. A compound according to claim 103 wherein

L is -CH<sub>2</sub>CH<sub>2</sub>-;

A is carbonyl;

15 R<sub>1</sub> and R<sub>2</sub> are each independently selected from the group consisting of hydrogen, alkyl, hydroxyalkyl, alkenyl and alkynyl;

R<sub>3</sub> is methyl;

R<sub>4</sub>, R<sub>5</sub>, R<sub>6</sub> and R<sub>9</sub> are hydrogen;

R<sub>8</sub> is cyano;

20 X is CH;

Y is CH; and

Z is CH.

115. A compound according to claim 114 that is 4-{3-[2-(diethylamino)ethyl]-4-methyl-2-25 oxo-2H-chromen-7-yl}benzonitrile.

116. A compound according to claim 103 wherein

A is carbonyl;

30 R<sub>1</sub> and R<sub>2</sub> are each independently selected from the group consisting of hydrogen, alkyl, hydroxyalkyl, alkenyl and alkynyl; and

R<sub>8</sub> is heterocyclecarbonyl.

117. A compound according to claim 103 wherein  
A is carbonyl;  
R<sub>1</sub> and R<sub>2</sub> are each independently selected from the group consisting of hydrogen, alkyl, hydroxyalkyl, alkenyl and alkynyl; and  
R<sub>8</sub> is heterocyclecarbonyl wherein the heterocycle of heterocyclecarbonyl is selected from the group consisting of 1-azetidinyl, 4-morpholinyl, 1-piperazinyl, 1-piperidinyl, 3-pyridinyl, 1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, 1-pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, 4-thiomorpholinyl, and 1,1-dioxidothiomorpholin-4-yl.

118. A compound according to claim 103 wherein  
A is carbonyl;  
R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle; and  
R<sub>8</sub> is cyano.

119. A compound according to claim 103 wherein  
A is carbonyl;  
R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl, morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-dioxidothiomorpholinyl; and  
R<sub>8</sub> is cyano.

120. A compound according to claim 103 wherein  
A is carbonyl;  
R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of 1-azepanyl, (3S)-3-(dimethylamino)pyrrolidinyl, (3R)-3-(dimethylamino)pyrrolidinyl, 1H-imidazol-1-yl, (3R)-3-hydroxy-1-pyrrolidinyl, (3S)-3-hydroxy-1-pyrrolidinyl, (2S)-2-(hydroxymethyl)pyrrolidinyl, (2R)-2-(hydroxymethyl)pyrrolidinyl, (cis)-2,6-dimethylpiperidinyl, 4-methyl-1-piperidinyl, 2-methyl-1-piperidinyl, 1-piperidinyl, (2R,5R)-2,5-dimethylpyrrolidinyl, (cis)-2,5-

dimethylpyrrolidinyl, 1-pyrrolidinyl, 2-methyl-1-pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, (2S)-2-methyl-1-pyrrolidinyl, (2R)-2-methyl-5-oxo-1-pyrrolidinyl, (2S)-2-methyl-5-oxo-1-pyrrolidinyl, 3,6-dihydro-1(2H)-pyridinyl, (2S)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2R)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2S)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-ethyl-1-pyrrolidinyl, 2,2-dimethyl-1-pyrrolidinyl, (2S)-2-ethyl-1-pyrrolidinyl 4-morpholiny, 2-oxa-5-azabicyclo[2.2.1]hept-5-yl, and 1,4-dioxa-8-azaspiro[4.5]dec-8-yl; and

R<sub>8</sub> is cyano.

10 121. A compound according to claim 103 wherein

L is -CH<sub>2</sub>CH<sub>2</sub>-;

A is carbonyl;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl, morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-dioxidothiomorpholinyl;

R<sub>3</sub> is methyl;

R<sub>4</sub>, R<sub>5</sub>, R<sub>6</sub> and R<sub>9</sub> are hydrogen;

20 R<sub>8</sub> is cyano;

X is CH;

Y is CH; and

Z is CH.

25 122. A compound according to claim 103 wherein

L is -CH<sub>2</sub>CH<sub>2</sub>-;

A is carbonyl;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of 1-azepanyl, (3S)-3-(dimethylamino)pyrrolidinyl, (3R)-3-(dimethylamino)pyrrolidinyl, 1H-imidazol-1-yl, (3R)-3-hydroxy-1-pyrrolidinyl, (3S)-3-hydroxy-1-pyrrolidinyl, (2S)-2-(hydroxymethyl)pyrrolidinyl, (2R)-2-(hydroxymethyl)pyrrolidinyl, (cis)-2,6-dimethylpiperidinyl, 4-methyl-1-piperidinyl,

2-methyl-1-piperidinyl, 1-piperidinyl, (2R,5R)-2,5-dimethylpyrrolidinyl, (cis)-2,5-dimethylpyrrolidinyl, 1-pyrrolidinyl, 2-methyl-1-pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, (2S)-2-methyl-1-pyrrolidinyl, (2R)-2-methyl-5-oxo-1-pyrrolidinyl, (2S)-2-methyl-5-oxo-1-pyrrolidinyl, 3,6-dihydro-1(2H)-pyridinyl, (2S)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2R)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2S)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-ethyl-1-pyrrolidinyl, 2,2-dimethyl-1-pyrrolidinyl, (2S)-2-ethyl-1-pyrrolidinyl 4-morpholinyl, 2-oxa-5-azabicyclo[2.2.1]hept-5-yl, and 1,4-dioxa-8-azaspiro[4.5]dec-8-yl;

5 R<sub>3</sub> is methyl;

10 R<sub>4</sub>, R<sub>5</sub>, R<sub>6</sub> and R<sub>9</sub> are hydrogen;

R<sub>8</sub> is cyano;

X is CH;

Y is CH; and

Z is CH.

15

123. A compound according to claim 122 selected from the group consisting of 4-{4-methyl-2-oxo-3-[2-(1-pyrrolidinyl)ethyl]-2H-chromen-7-yl}benzonitrile; 4-{4-methyl-2-oxo-3-[2-(1-piperidinyl)ethyl]-2H-chromen-7-yl}benzonitrile; 4-{4-methyl-2-oxo-3-[2-(2S)-methyl-1-pyrrolidinyl ethyl]-2H-chromen-6-yl}benzonitrile; and 4-{4-methyl-2-oxo-3-[2-(2R)-methyl-1-pyrrolidinyl ethyl]-2H-chromen-6-yl}benzonitrile.

20

124. A compound according to claim 103 wherein

25 A is carbonyl;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle; and

R<sub>8</sub> is heterocyclecarbonyl.

30

125. A compound according to claim 103 wherein

A is carbonyl;

5       $R_1$  and  $R_2$  taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl, morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-dioxidothiomorpholinyl; and

10       $R_8$  is heterocyclecarbonyl wherein the heterocycle of heterocarbonyl is selected from the group consisting of 1-azetidinyl, 4-morpholinyl, 1-piperazinyl, 1-piperidinyl, 3-pyridinyl, 1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, 1-pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, 4-thiomorpholinyl, and 1,1-dioxidothiomorpholin-4-yl.

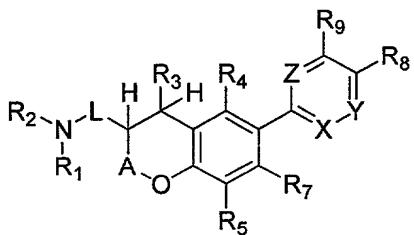
126. A compound according to claim 103 wherein

A is carbonyl;

15       $R_1$  and  $R_2$  taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of 1-azepanyl, (3S)-3-(dimethylamino)pyrrolidinyl, (3R)-3-(dimethylamino)pyrrolidinyl, 1H-imidazol-1-yl, (3R)-3-hydroxy-1-pyrrolidinyl, (3S)-3-hydroxy-1-pyrrolidinyl, (2S)-2-(hydroxymethyl)pyrrolidinyl, (2R)-2-(hydroxymethyl)pyrrolidinyl, (cis)-2,6-dimethylpiperidinyl, 4-methyl-1-piperidinyl, 2-methyl-1-piperidinyl, 1-piperidinyl, (2R,5R)-2,5-dimethylpyrrolidinyl, (cis)-2,5-dimethylpyrrolidinyl, 1-pyrrolidinyl, 2-methyl-1-pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, (2S)-2-methyl-1-pyrrolidinyl, (2R)-2-methyl-5-oxo-1-pyrrolidinyl, (2S)-2-methyl-5-oxo-1-pyrrolidinyl, 3,6-dihydro-1(2H)-pyridinyl, (2S)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2R)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2S)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-ethyl-1-pyrrolidinyl, 2,2-dimethyl-1-pyrrolidinyl, (2S)-2-ethyl-1-pyrrolidinyl 4-morpholinyl, 2-oxa-5-azabicyclo[2.2.1]hept-5-yl, and 1,4-dioxa-8-azaspiro[4.5]dec-8-yl; and

20       $R_8$  is heterocyclecarbonyl wherein the heterocycle of heterocarbonyl is selected from the group consisting of 1-azetidinyl, 4-morpholinyl, 1-piperazinyl, 1-piperidinyl, 3-pyridinyl, 1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, 1-pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, 4-thiomorpholinyl, and 1,1-dioxidothiomorpholin-4-yl.

127. A compound according to claim 1 of formula (IV)



(IV),

5 or a pharmaceutical acceptable salt, ester, amide, or prodrug thereof, wherein

R<sub>7</sub> is selected from the group consisting of hydrogen, alkoxy, alkoxycarbonyl, alkyl, alkylcarbonyl, alkylcarbonyloxy, alkylsulfinyl, alkylsulfonyl, alkylthio, carboxy, carboxyalkyl, cyano, cyanoalkyl, formyl, halogen, haloalkoxy, haloalkyl, hydroxy, hydroxyalkyl, mercapto, nitro, -NR<sub>A</sub>R<sub>B</sub>, (NR<sub>A</sub>R<sub>B</sub>)alkyl, (NR<sub>A</sub>R<sub>B</sub>)carbonyl and (NR<sub>A</sub>R<sub>B</sub>)sulfonyl;

R<sub>8</sub> is selected from the group consisting of hydrogen, alkylcarbonyl, arylcarbonyl, cyano, cycloalkylcarbonyl, heterocyclecarbonyl and (NR<sub>A</sub>R<sub>B</sub>)carbonyl;

R<sub>9</sub> is selected from the group consisting of hydrogen, alkoxy, alkoxycarbonyl, alkyl, alkylcarbonyl, alkylcarbonyloxy, alkylsulfinyl, alkylsulfonyl, alkylthio, carboxy, carboxyalkyl, cyano, cyanoalkyl, formyl, halogen, haloalkoxy, haloalkyl, hydroxy, hydroxyalkyl, mercapto, nitro, -NR<sub>A</sub>R<sub>B</sub>, (NR<sub>A</sub>R<sub>B</sub>)alkyl, (NR<sub>A</sub>R<sub>B</sub>)carbonyl and (NR<sub>A</sub>R<sub>B</sub>)sulfonyl;

X is selected from the group consisting of CH, CR<sub>X</sub> and N;

Y is selected from the group consisting of CH, CR<sub>Y</sub> and N;

20 Z is selected from the group consisting of CH, CR<sub>Z</sub> and N; and

R<sub>X</sub>, R<sub>Y</sub> and R<sub>Z</sub> are each independently selected from the group consisting of alkoxy, alkoxycarbonyl, alkyl, alkylcarbonyl, alkylcarbonyloxy, alkylsulfinyl, alkylsulfonyl, alkylthio, carboxy, carboxyalkyl, cyano, cyanoalkyl, formyl, halogen, haloalkoxy, haloalkyl, hydroxy, hydroxyalkyl, mercapto, nitro, -NR<sub>A</sub>R<sub>B</sub>, (NR<sub>A</sub>R<sub>B</sub>)alkyl, (NR<sub>A</sub>R<sub>B</sub>)carbonyl and (NR<sub>A</sub>R<sub>B</sub>)sulfonyl.

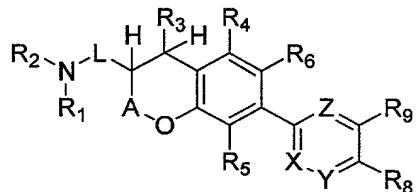
25 128. A compound according to claim 127 wherein A is a covalent bond.

129. A compound according to claim 127 wherein  
A is a covalent bond;  
R<sub>1</sub> and R<sub>2</sub> are each independently selected from the group consisting of hydrogen, alkyl, hydroxyalkyl, alkenyl and alkynyl; and  
5 R<sub>8</sub> is cyano.

130. A compound according to claim 127 wherein  
L is -CH<sub>2</sub>CH<sub>2</sub>-;  
A is a covalent bond ;  
10 R<sub>1</sub> and R<sub>2</sub> are each independently selected from the group consisting of hydrogen, alkyl, hydroxyalkyl, alkenyl and alkynyl;  
R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub>, R<sub>7</sub> and R<sub>9</sub> are hydrogen;  
R<sub>8</sub> is cyano;  
X is CH;  
15 Y is CH; and  
Z is CH.

131. A compound according to claim 130 that is 4-(2-{2-[(2R)-2-methylpyrrolidinyl]ethyl}-2,3-dihydro-1-benzofuran-5-yl)benzonitrile.

20 132. A compound according to claim 1 of formula (V)



(V),

or a pharmaceutical acceptable salt, ester, amide, or prodrug thereof, wherein

25 R<sub>6</sub> is selected from the group consisting of hydrogen, alkoxy, alkoxy carbonyl, alkyl, alkyl carbonyl, alkyl carbonyloxy, alkylsulfinyl, alkylsulfonyl, alkylthio, carboxy, carboxyalkyl, cyano, cyanoalkyl, formyl, halogen, haloalkoxy, haloalkyl, hydroxy, hydroxyalkyl, mercapto, nitro, -NR<sub>A</sub>R<sub>B</sub>, (NR<sub>A</sub>R<sub>B</sub>)alkyl, (NR<sub>A</sub>R<sub>B</sub>)carbonyl and (NR<sub>A</sub>R<sub>B</sub>)sulfonyl;

R<sub>8</sub> is selected from the group consisting of hydrogen, alkylcarbonyl, arylcarbonyl, cyano, cycloalkylcarbonyl, heterocyclecarbonyl and (NR<sub>A</sub>R<sub>B</sub>)carbonyl;

R<sub>9</sub> is selected from the group consisting of hydrogen, alkoxy, alkoxycarbonyl, alkyl, alkylcarbonyl, alkylcarbonyloxy, alkylsulfinyl, alkylsulfonyl, alkylthio, carboxy, carboxyalkyl, cyano, cyanoalkyl, formyl, halogen, haloalkoxy, haloalkyl, hydroxy, hydroxyalkyl, mercapto, nitro, -NR<sub>A</sub>R<sub>B</sub>, (NR<sub>A</sub>R<sub>B</sub>)alkyl, (NR<sub>A</sub>R<sub>B</sub>)carbonyl and (NR<sub>A</sub>R<sub>B</sub>)sulfonyl;

X is selected from the group consisting of CH, CR<sub>X</sub> and N;

Y is selected from the group consisting of CH, CR<sub>Y</sub> and N;

Z is selected from the group consisting of CH, CR<sub>Z</sub> and N; and

R<sub>X</sub>, R<sub>Y</sub> and R<sub>Z</sub> are each independently selected from the group consisting of alkoxy, alkoxycarbonyl, alkyl, alkylcarbonyl, alkylcarbonyloxy, alkylsulfinyl, alkylsulfonyl, alkylthio, carboxy, carboxyalkyl, cyano, cyanoalkyl, formyl, halogen, haloalkoxy, haloalkyl, hydroxy, hydroxyalkyl, mercapto, nitro, -NR<sub>A</sub>R<sub>B</sub>, (NR<sub>A</sub>R<sub>B</sub>)alkyl, (NR<sub>A</sub>R<sub>B</sub>)carbonyl and (NR<sub>A</sub>R<sub>B</sub>)sulfonyl.

133. A compound according to claim 132 wherein A is a covalent bond.

134. A compound according to claim 132 wherein

20 A is a covalent bond;

R<sub>1</sub> and R<sub>2</sub> are each independently selected from the group consisting of hydrogen, alkyl, hydroxyalkyl, alkenyl and alkynyl; and

R<sub>8</sub> is cyano.

25 135. A compound according to claim 132 wherein

L is -CH<sub>2</sub>CH<sub>2</sub>-;

A is a covalent bond ;

R<sub>1</sub> and R<sub>2</sub> are each independently selected from the group consisting of hydrogen, alkyl, hydroxyalkyl, alkenyl and alkynyl;

30 R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub>, R<sub>6</sub> and R<sub>9</sub> are hydrogen;

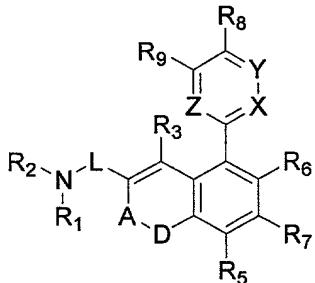
R<sub>8</sub> is cyano;

X is CH;

Y is CH; and

Z is CH.

136. A compound according to claim 1 of formula (VI)



5 (VI),

or a pharmaceutical acceptable salt, ester, amide, or prodrug thereof, wherein

10  $R_5$ ,  $R_6$ , and  $R_7$  are independently selected from the group consisting of hydrogen, alkoxy, alkoxycarbonyl, alkyl, alkylcarbonyl, alkylcarbonyloxy, alkylsulfinyl, alkylsulfonyl, alkylthio, carboxy, carboxyalkyl, cyano, cyanoalkyl, formyl, halogen, haloalkoxy, haloalkyl, hydroxy, hydroxyalkyl, mercapto, nitro,  $-NR_A R_B$ ,  $(NR_A R_B)alkyl$ ,  $(NR_A R_B)carbonyl$  and  $(NR_A R_B)sulfonyl$ ;

15  $R_8$  is selected from the group consisting of hydrogen, alkylcarbonyl, arylcarbonyl, cyano, cycloalkylcarbonyl, heterocyclecarbonyl and  $(NR_A R_B)carbonyl$ ;

20  $R_9$  is selected from the group consisting of hydrogen, alkoxy, alkoxycarbonyl, alkyl, alkylcarbonyl, alkylcarbonyloxy, alkylsulfinyl, alkylsulfonyl, alkylthio, carboxy, carboxyalkyl, cyano, cyanoalkyl, formyl, halogen, haloalkoxy, haloalkyl, hydroxy, hydroxyalkyl, mercapto, nitro,  $-NR_A R_B$ ,  $(NR_A R_B)alkyl$ ,  $(NR_A R_B)carbonyl$  and  $(NR_A R_B)sulfonyl$ ;

25 X is selected from the group consisting of CH,  $CR_X$  and N;

Y is selected from the group consisting of CH,  $CR_Y$  and N;

Z is selected from the group consisting of CH,  $CR_Z$  and N; and

30  $R_X$ ,  $R_Y$  and  $R_Z$  are each independently selected from the group consisting of alkoxy, alkoxycarbonyl, alkyl, alkylcarbonyl, alkylcarbonyloxy, alkylsulfinyl, alkylsulfonyl, alkylthio, carboxy, carboxyalkyl, cyano, cyanoalkyl, formyl, halogen, haloalkoxy, haloalkyl, hydroxy, hydroxyalkyl, mercapto, nitro,  $-NR_A R_B$ ,  $(NR_A R_B)alkyl$ ,  $(NR_A R_B)carbonyl$  and  $(NR_A R_B)sulfonyl$ .

137. A compound according to claim 136 wherein A is a covalent bond.

138. A compound according to claim 136 wherein  
5 A is a covalent bond; and  
R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together  
form a heterocycle.

139. A compound according to claim 136 wherein  
10 A is a covalent bond;  
R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together  
form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl,  
morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl,  
2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-  
15 dioxidothiomorpholinyl; and  
R<sub>8</sub> is cyano.

140. A compound according to claim 136 wherein  
A is a covalent bond;  
20 R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together  
form a heterocycle selected from the group consisting of 1-azepanyl, (3S)-3-  
(dimethylamino)pyrrolidinyl, (3R)-3-(dimethylamino)pyrrolidinyl, 1H-imidazol-1-yl, (3R)-3-  
hydroxy-1-pyrrolidinyl, (3S)-3-hydroxy-1-pyrrolidinyl, (2S)-2-(hydroxymethyl)pyrrolidinyl,  
(2R)-2-(hydroxymethyl)pyrrolidinyl, (cis)-2,6-dimethylpiperidinyl, 4-methyl-1-piperidinyl,  
25 2-methyl-1-piperidinyl, 1-piperidinyl, (2R,5R)-2,5-dimethylpyrrolidinyl, (cis)-2,5-  
dimethylpyrrolidinyl, 1-pyrrolidinyl, 2-methyl-1-pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl,  
(2S)-2-methyl-1-pyrrolidinyl, (2R)-2-methyl-5-oxo-1-pyrrolidinyl, (2S)-2-methyl-5-oxo-1-  
pyrrolidinyl, 3,6-dihydro-1(2H)-pyridinyl, (2S)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2R)-2-  
(methoxycarbonyl)-1-pyrrolidinyl, (2S)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-  
30 (fluoromethyl)-1-pyrrolidinyl, (2R)-2-ethyl-1-pyrrolidinyl, 2,2-dimethyl-1-pyrrolidinyl, (2S)-  
2-ethyl-1-pyrrolidinyl 4-morpholinyl, 2-oxa-5-azabicyclo[2.2.1]hept-5-yl, and 1,4-dioxa-8-  
azaspiro[4.5]dec-8-yl; and

R<sub>8</sub> is cyano.

141. A compound according to claim 136 wherein

L is -CH<sub>2</sub>CH<sub>2</sub>-;

5 A is a covalent bond;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl, morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-dioxidothiomorpholinyl;

10 R<sub>3</sub>, R<sub>5</sub>, R<sub>6</sub>, R<sub>7</sub> and R<sub>9</sub> are hydrogen;

R<sub>8</sub> is cyano;

X is CH;

Y is CH; and

Z is CH.

142. A compound according to claim 136 wherein

L is -CH<sub>2</sub>CH<sub>2</sub>-;

A is a covalent bond;

20 R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of 1-azepanyl, (3S)-3-(dimethylamino)pyrrolidinyl, (3R)-3-(dimethylamino)pyrrolidinyl, 1H-imidazol-1-yl, (3R)-3-hydroxy-1-pyrrolidinyl, (3S)-3-hydroxy-1-pyrrolidinyl, (2S)-2-(hydroxymethyl)pyrrolidinyl, (2R)-2-(hydroxymethyl)pyrrolidinyl, (cis)-2,6-dimethylpiperidinyl, 4-methyl-1-piperidinyl, 25 2-methyl-1-piperidinyl, 1-piperidinyl, (2R,5R)-2,5-dimethylpyrrolidinyl, (cis)-2,5-dimethylpyrrolidinyl, 1-pyrrolidinyl, 2-methyl-1-pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, (2S)-2-methyl-1-pyrrolidinyl, (2R)-2-methyl-5-oxo-1-pyrrolidinyl, (2S)-2-methyl-5-oxo-1-pyrrolidinyl, 3,6-dihydro-1(2H)-pyridinyl, (2S)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2R)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2S)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-ethyl-1-pyrrolidinyl, 2,2-dimethyl-1-pyrrolidinyl, (2S)-2-ethyl-1-pyrrolidinyl 4-morpholinyl, 2-oxa-5-azabicyclo[2.2.1]hept-5-yl, and 1,4-dioxa-8-azaspiro[4.5]dec-8-yl;

R<sub>3</sub>, R<sub>5</sub>, R<sub>6</sub>, R<sub>7</sub> and R<sub>9</sub> are hydrogen;

R<sub>8</sub> is cyano;

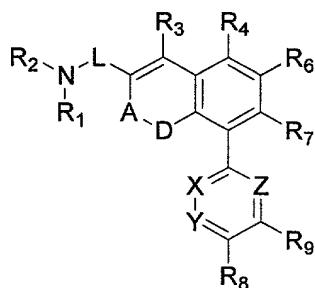
X is CH;

Y is CH; and

5 Z is CH.

143. A compound according to claim 142 that is 4-(2-{2-[(2R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-4-yl)benzonitrile.

10 144. A compound according to claim 1 of formula (VII)



(VII),

or a pharmaceutical acceptable salt, ester, amide, or prodrug thereof, wherein

15 R<sub>4</sub>, R<sub>6</sub>, and R<sub>7</sub> are independently selected from the group consisting of hydrogen, alkoxy, alkoxycarbonyl, alkyl, alkylcarbonyl, alkylcarbonyloxy, alkylsulfinyl, alkylsulfonyl, alkylthio, carboxy, carboxyalkyl, cyano, cyanoalkyl, formyl, halogen, haloalkoxy, haloalkyl, hydroxy, hydroxyalkyl, mercapto, nitro, -NR<sub>A</sub>R<sub>B</sub>, (NR<sub>A</sub>R<sub>B</sub>)alkyl, (NR<sub>A</sub>R<sub>B</sub>)carbonyl and (NR<sub>A</sub>R<sub>B</sub>)sulfonyl;

20 R<sub>8</sub> is selected from the group consisting of hydrogen, alkylcarbonyl, arylcarbonyl, cyano, cycloalkylcarbonyl, heterocyclecarbonyl and (NR<sub>A</sub>R<sub>B</sub>)carbonyl;

25 R<sub>9</sub> is selected from the group consisting of hydrogen, alkoxy, alkoxycarbonyl, alkyl, alkylcarbonyl, alkylcarbonyloxy, alkylsulfinyl, alkylsulfonyl, alkylthio, carboxy, carboxyalkyl, cyano, cyanoalkyl, formyl, halogen, haloalkoxy, haloalkyl, hydroxy, hydroxyalkyl, mercapto, nitro, -NR<sub>A</sub>R<sub>B</sub>, (NR<sub>A</sub>R<sub>B</sub>)alkyl, (NR<sub>A</sub>R<sub>B</sub>)carbonyl and (NR<sub>A</sub>R<sub>B</sub>)sulfonyl;

X is selected from the group consisting of CH, CR<sub>X</sub> and N;

Y is selected from the group consisting of CH, CR<sub>Y</sub> and N;

Z is selected from the group consisting of CH, CR<sub>Z</sub> and N; and  
R<sub>X</sub>, R<sub>Y</sub> and R<sub>Z</sub> are each independently selected from the group consisting of alkoxy, alkoxycarbonyl, alkyl, alkylcarbonyl, alkylcarbonyloxy, alkylsulfinyl, alkylsulfonyl, alkylthio, carboxy, carboxyalkyl, cyano, cyanoalkyl, formyl, halogen, haloalkoxy, haloalkyl, 5 hydroxy, hydroxyalkyl, mercapto, nitro, -NR<sub>A</sub>R<sub>B</sub>, (NR<sub>A</sub>R<sub>B</sub>)alkyl, (NR<sub>A</sub>R<sub>B</sub>)carbonyl and (NR<sub>A</sub>R<sub>B</sub>)sulfonyl.

145. A compound according to claim 144 wherein A is a covalent bond.

10 146. A compound according to claim 144 wherein

A is a covalent bond; and

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle.

15 147. A compound according to claim 144 wherein

A is a covalent bond;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl, morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, 20 2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-dioxidothiomorpholinyl; and

R<sub>8</sub> is cyano.

148. A compound according to claim 144 wherein

25 A is a covalent bond;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of 1-azepanyl, (3S)-3-(dimethylamino)pyrrolidinyl, (3R)-3-(dimethylamino)pyrrolidinyl, 1H-imidazol-1-yl, (3R)-3-hydroxy-1-pyrrolidinyl, (3S)-3-hydroxy-1-pyrrolidinyl, (2S)-2-(hydroxymethyl)pyrrolidinyl, (2R)-2-(hydroxymethyl)pyrrolidinyl, (cis)-2,6-dimethylpiperidinyl, 4-methyl-1-piperidinyl, 2-methyl-1-piperidinyl, 1-piperidinyl, (2R,5R)-2,5-dimethylpyrrolidinyl, (cis)-2,5-dimethylpyrrolidinyl, 1-pyrrolidinyl, 2-methyl-1-pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl,

(2S)-2-methyl-1-pyrrolidinyl, (2R)-2-methyl-5-oxo-1-pyrrolidinyl, (2S)-2-methyl-5-oxo-1-pyrrolidinyl, 3,6-dihydro-1(2H)-pyridinyl, (2S)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2R)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2S)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-ethyl-1-pyrrolidinyl, 2,2-dimethyl-1-pyrrolidinyl, (2S)-2-ethyl-1-pyrrolidinyl 4-morpholiny, 2-oxa-5-azabicyclo[2.2.1]hept-5-yl, and 1,4-dioxa-8-azaspiro[4.5]dec-8-yl; and

5 R<sub>8</sub> is cyano.

149. A compound according to claim 144 wherein

10 L is -CH<sub>2</sub>CH<sub>2</sub>-;

A is a covalent bond;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of azepanyl, azetidinyl, imadazolyl, morpholinyl, piperazinyl, piperidinyl, pyridinyl, pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl, 2,5-dihydro-1H-pyrrolyl, pyrrolyl, 3,6-dihydro-1(2H)-pyridinyl, thiomorpholinyl, and 1,1-dioxidothiomorpholinyl;

15 R<sub>3</sub>, R<sub>4</sub>, R<sub>6</sub>, R<sub>7</sub> and R<sub>9</sub> are hydrogen;

R<sub>8</sub> is cyano;

X is CH;

20 Y is CH; and

Z is CH.

150. A compound according to claim 144 wherein

25 L is -CH<sub>2</sub>CH<sub>2</sub>-;

A is a covalent bond;

R<sub>1</sub> and R<sub>2</sub> taken together with the nitrogen atom to which they are attached, together form a heterocycle selected from the group consisting of 1-azepanyl, (3S)-3-(dimethylamino)pyrrolidinyl, (3R)-3-(dimethylamino)pyrrolidinyl, 1H-imidazol-1-yl, (3R)-3-hydroxy-1-pyrrolidinyl, (3S)-3-hydroxy-1-pyrrolidinyl, (2S)-2-(hydroxymethyl)pyrrolidinyl, (2R)-2-(hydroxymethyl)pyrrolidinyl, (cis)-2,6-dimethylpiperidinyl, 4-methyl-1-piperidinyl, 2-methyl-1-piperidinyl, 1-piperidinyl, (2R,5R)-2,5-dimethylpyrrolidinyl, (cis)-2,5-dimethylpyrrolidinyl, 1-pyrrolidinyl, 2-methyl-1-pyrrolidinyl, (2R)-2-methyl-1-pyrrolidinyl,

(2S)-2-methyl-1-pyrrolidinyl, (2R)-2-methyl-5-oxo-1-pyrrolidinyl, (2S)-2-methyl-5-oxo-1-pyrrolidinyl, 3,6-dihydro-1(2H)-pyridinyl, (2S)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2R)-2-(methoxycarbonyl)-1-pyrrolidinyl, (2S)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-(fluoromethyl)-1-pyrrolidinyl, (2R)-2-ethyl-1-pyrrolidinyl, 2,2-dimethyl-1-pyrrolidinyl, (2S)-2-ethyl-1-pyrrolidinyl 4-morpholiny, 2-oxa-5-azabicyclo[2.2.1]hept-5-yl, and 1,4-dioxa-8-azaspiro[4.5]dec-8-yl;

5 R<sub>3</sub>, R<sub>4</sub>, R<sub>6</sub>, R<sub>7</sub> and R<sub>9</sub> are hydrogen;

R<sub>8</sub> is cyano;

X is CH;

10 Y is CH; and

Z is CH.

151. A compound according to claim 1 wherein

one substituent of R<sub>4</sub>, R<sub>5</sub>, R<sub>6</sub> and R<sub>7</sub> is selected from the group consisting of hydrogen, alkoxy, alkoxycarbonyl, alkyl, alkylcarbonyl, alkylcarbonyloxy, alkylsulfinyl, alkylsulfonyl, alkylthio, aryl, carboxy, carboxyalkyl, cyano, cyanoalkyl, cycloalkyl, formyl, halogen, haloalkoxy, haloalkyl, heterocycle, hydroxy, hydroxyalkyl, mercapto, nitro, -NR<sub>A</sub>R<sub>B</sub>, (NR<sub>A</sub>R<sub>B</sub>)alkyl, (NR<sub>A</sub>R<sub>B</sub>)carbonyl, (NR<sub>A</sub>R<sub>B</sub>)sulfonyl, -L<sub>2</sub>R<sub>20</sub>, and -R<sub>20</sub>L<sub>3</sub>R<sub>22</sub>; and the other substituents of R<sub>4</sub>, R<sub>5</sub>, R<sub>6</sub> and R<sub>7</sub> are each independently selected from the group consisting of 20 hydrogen and alkyl.

152. A compound according to claim 151 wherein

R<sub>4</sub>, R<sub>5</sub>, R<sub>6</sub> and R<sub>7</sub> are each independently selected from the group consisting of hydrogen, alkyl, heterocycle, -L<sub>2</sub>R<sub>20</sub>, and -R<sub>20</sub>L<sub>3</sub>R<sub>22</sub>.

25

153. A compound according to claim 151 selected from the group consisting of

3,5-dimethyl-4-{2-[2-(2R)-methyl-pyrrolidin-1-yl]-ethyl]-benzofuran-4-yl}-

isoxazole;

5-{2-[2-(2R)-methyl-pyrrolidin-1-yl]-ethyl]-benzofuran-4-yl}-2-phenyl-oxazole;

30

2-{2-[2-(2R)-methyl-pyrrolidin-1-yl]-ethyl]-benzofuran-4-yl}-thiazole;

4-{2-[2-(2R)-methyl-pyrrolidin-1-yl]-ethyl]-benzofuran-4-yl}-1H-pyrazole;

4-{2-[2-(2R)-methyl-pyrrolidin-1-yl]-ethyl]-benzofuran-4-yl}-1-phenyl-1H-pyrazole;

1-methyl-4-{2-[(2R)-(2-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-4-yl}-1H-imidazole;

4-{2-[2-(2R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-4-yl}-thiazole;

2-{2-[2-(2R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-4-yl}-1H-imidazole;

4-{2-[2-(2R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-4-yl}-1H-benzoimidazole;

3-methyl-6-{(2R)-[2-(2-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-4-yl}-pyridazine;

2-{2-[2-(2R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-4-yl}-pyrazine;

5-{2-[2-(2R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-4-yl}-pyrimidine;

5-{2-[2-(2R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-4-yl}-pyridazin-4-ylamine;

5-{2-[2-(2R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-4-yl}-nicotinonitrile;

4-{2-[2-(2R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-4-yl}-1H-indole;

4-{2-[2-(2R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-4-yl}-phthalonitrile;

5-{2-[2-(2R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-4-yl}-indan-1-one;

1-{2-[4-(5,6-dihydro-2H-pyran-3-yl)-benzofuran-2-yl]-ethyl}-(2R)-methyl-pyrrolidine;

1-[2-(4-cyclohept-1-enyl-benzofuran-2-yl)-ethyl]-(2R)-methyl-pyrrolidine;

(2R)-methyl-1-(2-{4-[2-(11H-10-thia-dibenzo[a,d]cyclohepten-5-ylidene)-ethyl]-benzofuran-2-yl}-ethyl)-pyrrolidine;

4-{2-[2-(2R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-4-yl}-pyridine;

3,5-dimethyl-4-{2-[2-(2R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-6-yl}-isoxazole;

5-{2-[2-(2R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-6-yl}-2-phenyl-oxazole;

2-{2-[2-(2R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-6-yl}-thiazole;

4-{2-[2-(2R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-6-yl}-1H-pyrazole;

4-{2-[2-(2R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-6-yl}-1-phenyl-1H-pyrazole;

1-methyl-4-{2-[2(R)-(2-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-6-yl}-1H-imidazole;

4-{2-[2-(2R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-6-yl}-thiazole;

2-{2-[2-(2R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-6-yl}-1H-imidazole;

4-{2-[2-(2R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-6-yl}-1H-benzoimidazole;

3-methyl-6-{2(R)-[2-(2-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-6-yl}-pyridazine;

2-{2-(2R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-6-yl}-pyrazine;

5-{2-[2-(2(R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-6-yl}-pyrimidine;  
5-{2-[2-(2(R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-6-yl}-pyridazin-4-ylamine;  
5-{2-[2-(2(R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-6-yl}-nicotinonitrile;  
4-{2-[2-(2(R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-6-yl}-1H-indole;  
5  
4-{2-[2-(2(R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-6-yl}-phthalonitrile;  
5-{2-[2-(2(R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-6-yl}-indan-1-one;  
1-{2-[6-(5,6-dihydro-2H-pyran-3-yl)-benzofuran-2-yl]-ethyl}-2(R)-methyl-  
pyrrolidine;  
1-[2-(6-cyclohept-1-enyl-benzofuran-2-yl)-ethyl]-2(R)-methyl-pyrrolidine;  
10  
2(R)-methyl-1-(2-{6-[2-(11H-10-thia-dibenzo[a,d]cyclohepten-5-ylidene)-ethyl]-  
benzofuran-2-yl}-ethyl)-pyrrolidine;  
4-{2-[2-(2(R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-6-yl}-pyridine;  
3,5-dimethyl-4-{2-[2-(2(R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-7-yl}-  
isoxazole;  
15  
5-{2-[2-(2(R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-7-yl}-2-phenyl-oxazole;  
2-{2-[2-(2(R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-7-yl}-thiazole;  
4-{2-[2-(2(R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-7-yl}-1H-pyrazole;  
4-{2-[2-(2(R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-7-yl}-1-phenyl-1H-pyrazole;  
1-methyl-4-{2-[2(R)-(2-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-7-yl}-1H-  
20  
imidazole;  
4-{2-[2-(2(R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-7-yl}-thiazole;  
2-{2-[2-(2(R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-7-yl}-1H-imidazole;  
4-{2-[2-(2(R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-7-yl}-1H-benzoimidazole;  
3-methyl-6-{2(R)-[2-(2-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-7-yl}-pyridazine;  
25  
2-{2-[2-(2(R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-7-yl}-pyrazine;  
5-{2-[2-(2(R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-7-yl}-pyrimidine;  
5-{2-[2-(2(R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-7-yl}-pyridazin-4-ylamine;  
5-{2-[2-(2(R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-7-yl}-nicotinonitrile;  
4-{2-[2-(2(R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-7-yl}-1H-indole;  
30  
4-{2-[2-(2(R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-7-yl}-phthalonitrile;  
5-{2-[2-(2(R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-7-yl}-indan-1-one;

1-{2-[7-(5,6-dihydro-2H-pyran-3-yl)-benzofuran-2-yl]-ethyl}-2(R)-methyl-pyrrolidine;

1-[2-(7-cyclohept-1-enyl-benzofuran-2-yl)-ethyl]-2(R)-methyl-pyrrolidine;

2(R)-methyl-1-(2-{7-[2-(11H-10-thia-dibenzo[a,d]cyclohepten-5-ylidene)-ethyl]-5-benzofuran-2-yl}-ethyl)-pyrrolidine; and

4-{2-[2-(2(R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-7-yl}-pyridine.

154. A compound according to claim 1 selected from the group consisting of  
(3-fluorophenyl)[3-(2-{2-[2(R)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)phenyl]methanone;

(2R)-2-methyl-1-[2-(5-phenoxy-1-benzofuran-2-yl)ethyl]pyrrolidine;

(2R)-1-(2-{5-[(3-fluorophenyl)thio]-1-benzofuran-2-yl}ethyl)-2-methylpyrrolidine;

4-(4-{2-[2-(2S)-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)benzoylmorpholine;

4-{4-methyl-2-oxo-3-[2-(2S)-methyl-1-pyrrolidinyl ethyl]-2H-chromen-6-yl}benzonitrile;

4-{4-methyl-2-oxo-3-[2-(2R)-methyl-1-pyrrolidinyl ethyl]-2H-chromen-6-yl}benzonitrile;

4-{[6-(2-{2-[(2S)-methylpyrrolidinyl]ethyl}-1-benzofuran-5-yl)-3-pyridinyl]carbonyl}morpholine;

4-(2-{2-[2(R)-2-methylpyrrolidinyl]ethyl}-2,3-dihydro-1-benzofuran-5-yl)benzonitrile;

4-(2-{2-[(2S)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-4-yl)benzonitrile;

4-{2-[2-(2S)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-6-yl}-benzonitrile;

3-(2-{2-[(2S)-2-methyl-1-pyrrolidinyl]ethyl}-1-benzofuran-5-yl)benzonitrile;

(4-methoxy-phenyl)-methyl-{2-[2-(2(R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-5-yl}-amine;

benzo[1,3]dioxol-5-yl-methyl-{2-[2-(2-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-5-yl}-amine;

cyclohexyl-methyl-{2-[2-(2(R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-5-yl}-amine; and

{2-[2-(2(R)-methyl-pyrrolidin-1-yl)-ethyl]-benzofuran-5-yl}-(tetrahydro-pyran-4-yl)-amine.

155. A pharmaceutical composition comprising a therapeutically effective amount of a compound of claim 1 in combination with a pharmaceutically acceptable carrier.

5 156. A method of selectively modulating the effects of histamine-3 receptors in a mammal comprising administering an effective amount of a compound of claim 1.

10 157. A method of treating a disorder wherein the disorder is ameliorated by modulating the histamine-3 receptors in a mammal comprising administering an effective amount of a compound of claim 1.

15 158. The method according to claim 157 wherein the disorder is selected from the group consisting of acute myocardial infarction, asthma, bipolar disorder, cognitive enhancement, cognitive deficits in psychiatric disorders, cutaneous carcinoma, drug abuse, depression, gastrointestinal disorders, inflammation, jet lag, medullary thyroid carcinoma, melanoma, allergic rhinitis, Meniere's disease, migraine, mood and attention alteration, motion sickness, neurogenic inflammation, obsessive compulsive disorder, pain, Parkinson's disease, schizophrenia, seizures, septic shock, Tourette's syndrome, vertigo, and wakefulness.

20 159. The method according to claim 157 wherein the disorder is Alzheimer's disease.

160. The method according to claim 157 wherein the disorder is attention-deficit hyperactivity disorder.

25 161. The method according to claim 157 wherein the disorder is epilepsy.

162. The method according to claim 157 wherein the disorder is narcolepsy.

163. The method according to claim 157 wherein the disorder is obesity.

30 164. The method of claim 157 wherein the disorder is selected from the group consisting of mild cognitive impairment, deficits of memory, deficits of learning and dementia.